

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

12th September, 2020

The Secretary
The Calcutta Stock Exchange
Association 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 45th Annual General Meeting of TIL Limited ('the Company')

Pursuant to Regulation 30 read with Schedule III to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a summary of the proceedings of the 45th Annual General Meeting (AGM) of the Company held on Friday, 11th September, 2020 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 has also be uploaded in XBRL format on the BSE Listing portal and NEAPS portal, separately.

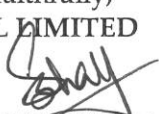
The Consolidated Scrutinizer's Report dated 12th September, 2020, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 and 21(1) of the Companies (Management and Administration) 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 29th June, 2020 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 45TH 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 45th Annual General Meeting ('AGM') of the Company was convened at 10.00 a.m. on Friday, 11th September, 2020 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	19	44	63
Total	19	44	63

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 for the financial year ended 31st March, 2020 were taken as read. The Auditor's Report was also taken as read.

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

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.

The Chairman informed the Shareholders that pursuant to the General Circular No. 20/2020 dated 5th May 2020, read with General Circular No. 14/2020 dated 8th April 2020 and General Circular No. 17/2020 dated 13th April 2020 issued by the Ministry of Corporate Affairs the 45th 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, 8th September, 2020 at 9.00 a.m and ended on Thursday, 10th September, 2020 at 5.00 p.m.

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.



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 11.30 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 29th June, 2020 were passed with requisite majority.

ANNEXURE -A

DETAILS OF VOTING RESULTS OF 45TH ANNUAL GENERAL MEETING

Date of AGM / EGM	11 th September, 2020
Total number of shareholders on record date (4 th September, 2020 being the cut-off date for determining the no. of shareholders)	10145
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:	19 44





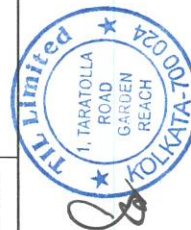
ITEM NO. 1: To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2020 together with the Reports of the Board of Directors and the Auditors thereon.

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 31 st March, 2020 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	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	1364321	1040814	76.29	1040814	0	100	0
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total	1364321	1040814	76.29	1040814	0	100	0
Public-Non Institution	E-voting	3019146	48955	1.62	48955	0	100	0
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total	3019146	48955	1.62	48955	0	100	0
TOTAL		10030265	6736567	67.16	6736567	0	100	0



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ITEM NO. 2: To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2020 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 31 st March, 2020 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	5646798	100.00	5646798	0	100	0	
	Poll		-	-	-	-	-		
	Postal Ballot (if applicable)		-	-	-	-	-		
	Total	5646798	100.00	5646798	0	100	0		
Public -Institution	E-voting	1364321	5646798	100.00	5646798	0	100	0	
	Poll		1040814	76.29	1040814	0	100	0	
	Postal Ballot (if applicable)		-	-	-	-	-		
	Total	1040814	76.29	1040814	0	100	0		
Public-Non Institution	E-voting	3019146	1040814	76.29	1040814	0	100	0	
	Poll		48955	1.62	48955	0	100	0	
	Postal Ballot (if applicable)		-	-	-	-	-		
	Total	48955	1.62	48955	0	100	0		
TOTAL		3019146	48955	1.62	48955	0	100	0	
		10030265	6736567	67.16	6736567	0	100	0	



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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:			yes						
“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	1364321	1040814	76.29	1040814	0	100	0	
	Poll		-	-	-	-	-		
	Postal Ballot (if applicable)		-	-	-	-	-		
	Total	1364321	1040814	76.29	1040814	0	100	0	
Public-Non Institution	E-voting	3019146	48955	1.62	48840	115	99.77	0.23	
	Poll		-	-	-	-	-		
	Postal Ballot (if applicable)		-	-	-	-	-		
	Total	3019146	48955	1.62	48840	115	99.77	0.23	
TOTAL		10030265	6736567	67.16	6736452	115	100	0	



ITEM NO. 4: Ratification of Remuneration payable to Messrs. D. Radhakrishnan & Co., Cost Auditors of the Company (Firm Registration No. 000018) for the financial year 2020-21									
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 Auditors of the Company, to conduct the audit of the cost records maintained by the Company for the financial year 2020-21, 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	5646798	0	100	0	
	Poll	5646798	-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total	5646798	5646798	100	5646798	0	100	0	
Public -Institution	E-voting		1040814	76.29	1040814	0	100	0	
	Poll	1364321	-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total	1364321	1040814	76.29	1040814	0	100	0	
Public-Non Institution	E-voting		48955	1.62	48940	15	99.97	0.03	
	Poll	3019146	-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total	3019146	48955	1.62	48940	15	99.97	0.03	
TOTAL		10030265	6736567	67.16	6736552	15	100	0	

ITEM NO. 5: Re-appointment of Mr. Sumit Mazumder (DIN 00116654) as the Chairman and Managing Director of the Company for a period of (5 five) years with effect from 1st June, 2020 to 31st May, 2025.

Resolution Required :		Special						
Whether promoter/ promoter group are interested in the agenda/resolution:		Yes						
"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) Mr. Sumit Mazumder (DIN 00116654) be and is hereby re-appointed as the Chairman and Managing Director of the Company for a period of 5 (five) years with effect from 1st June 2020 to 31st May 2025 on the terms and conditions of service as detailed in the Explanatory Statement annexed to the Notice of this Meeting, with liberty to the Board of Directors (the Board) including the Nomination and Remuneration Committee of the Board, to alter or vary the terms and conditions of appointment and / or remuneration, subject to the limit specified under Schedule V to the Act and any statutory modification(s) or re-enactment thereof.								
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	76.29	1040814	0	100	0
	Poll	1364321	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1364321	1040814	76.29	1040814	0	100	0
Public-Non Institution	E-voting		48955	1.62	48840	115	99.77	0.23
	Poll	3019146	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	3019146	48955	1.62	48840	115	99.77	0.23
TOTAL		10030265	6736567	67.16	6736452	115	100	0

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 29-06-2020 as the Scrutinizer to scrutinize the remote e-Voting and electronic voting during 45th Annual General Meeting (AGM) of the Company held through Video Conferencing (VC) / Other Audio Video Means (OAVM) on 11th September 2020, 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 29th June 2020 of the 45th 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, 8th September 2020 (09:00 A.M IST) to Thursday, 10th September 2020 (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 11th September 2020 at 11:10 AM. 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 29th June 2020 of the 45th 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 29th June 2020 of 45th AGM.



Date of the AGM	11-09-2020
Total number of shareholders on record date	10145
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	NOT APPLICABLE
No. of Shareholders attended the meeting through video Conferencing: Promoters and Promoter Group Public	19 44





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 2020, 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	5646798	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		5646798	100	5646798	0	100	0
Public-Institution	E-Voting	1364321	1040814	76.29	1040814	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1364321	76.29	1040814	0	100	0
Public- Non Institution	E-Voting	3019146	48955	1.62	48955	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		3019146	1.62	48955	0	100	0
Total		10030265	6736567	67.16	6736567	0	100	0



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 2020, together with the Reports of the Auditors thereon.

Resolution Required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the resolution					No			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes-in favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5646798	5646798	100	5646798	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	5646798	5646798	100	5646798	0	100	0
Public-Institution	E-Voting	1364321	1040814	76.29	1040814	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1364321	1040814	76.29	1040814	0	100	0
Public-Non Institution	E-Voting	3019146	48955	1.62	48955	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	3019146	48955	1.62	48955	0	100	0
Total		10030265	6736567	67.16	6736567	0	100	0



Item No. 3: Ordinary Resolution

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

Resolution Required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the resolution					Yes			
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	5646798	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	5646798	5646798	100	5646798	0	100	0
Public-Institution	E-Voting	1364321	1040814	76.29	1040814	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1364321	1040814	76.29	1040814	0	100	0
Public-Non Institution	E-Voting	3019146	48955	1.62	48840	115	99.77	0.23
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	3019146	48955	1.62	48840	115	99.77	0.23
Total		10030265	6736567	67.16	6736452	115	100	0



Item No. 4: Ordinary Resolution

To appoint Messrs. D. Radhakrishnan & Co., Cost Accountants (Firm Registration No. 000018) as Cost Auditors of the Company to conduct the audit of the cost records maintained by the Company for the financial year 2020-21.

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	5646798	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	5646798	5646798	100	5646798	0	100	0
Public-Institution	E-Voting	1364321	1040814	76.29	1040814	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1364321	1040814	76.29	1040814	0	100	0
Public-Non Institution	E-Voting	3019146	48955	1.62	48940	15	99.97	0.03
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	3019146	48955	1.62	48940	15	99.97	0.03
Total		10030265	6736567	67.16	6736552	15	100	0





Item No. 5: Special Resolution

Re-appointment of Mr. Sumit Mazumder (DIN 00116654) as the Chairman and Managing Director of the Company for a period of 5 (five) years with effect from 1st June 2020 to 31st May 2025.

Resolution Required:					Special Resolution			
Whether promoter/promoter group are interested in the resolution					Yes			
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	5646798	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	5646798	5646798	100	5646798	0	100	0
Public-Institution	E-Voting	1364321	1040814	76.29	1040814	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1364321	1040814	76.29	1040814	0	100	0
Public-Non Institution	E-Voting	3019146	48955	1.62	48840	115	99.77	0.23
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	3019146	48955	1.62	48840	115	99.77	0.23
Total		10030265	6736567	67.16	6736452	115	100	0

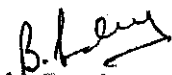


A compact Disc (CD) containing list of equity shareholders who voted "FOR" and "AGAINST" each resolution is submitted with the report.

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: A041594B000702859
Place: Kolkata
Date: 12-09-2020

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 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 29-06-2020 as the Scrutinizer to scrutinize the remote e-Voting and electronic voting during 45th Annual General Meeting (AGM) of the Company held through Video Conferencing (VC) / Other Audio Video Means (OAVM) on 11th September 2020 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 29th June 2020 of the 45th 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, 8th September 2020 (09:00 A.M IST) to Thursday, 10th September 2020 (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 11th September 2020 at 11:10 A.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 29th June 2020 of the 45th 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 29th June 2020 of 45th 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 2020, 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
91	6736567	100

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

No. of members	No. of votes cast by them	% of total number of valid votes cast
0	0	0



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 2020, 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
91	6736567	100

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

No. of members	No. of votes cast by them	% of total number of valid votes cast
0	0	0

Item No. 3: Ordinary Resolution

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

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

No. of members	No. of votes cast by them	% of total number of valid votes cast
89	6736452	100

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

No. of members	No. of votes cast by them	% of total number of valid votes cast
2	115	0



Item No. 4: Ordinary Resolution

To appoint Messrs. D. Radhakrishnan & Co., Cost Accountants (Firm Registration No. 000018) as Cost Auditors of the Company to conduct the audit of the cost records maintained by the Company for the financial year 2020-21.

(I) Vote in favour of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
90	6736552	100

(II) Vote against the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
1	15	0

Item No. 5: Special Resolution

Re-appointment of Mr. Sumit Mazumder (DIN 00116654) as the Chairman and Managing Director of the Company for a period of 5 (five) years with effect from 1st June 2020 to 31st May 2025.

(I) Vote in favour of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
89	6736452	100

(II) Vote against the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
2	115	0

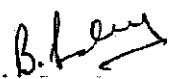


A compact Disc (CD) containing list of equity shareholders who vote "FOR" and "AGAINST" each resolution is submitted with the report.

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: A041594B000702859
Place: Kolkata
Date: 12-09-2020