

TILAKNAGAR INDUSTRIES LTD.

CIN: L15420PN1933PLC133303

Corporate Office: 3" Floor, Industrial Assurance Building, Churchgate, Mumbai, Maharashtra-400 020 Registered Office: P.O. Tilaknagar, Tal. Shrirampur, Dist. Ahmednagar, Maharashtra-413 720 Email: investor@tilind.com; Website: www.tilind.com

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NOTICE PURSUANT TO SECTION 201(2) OF THE COMPANIES ACT, 2013

NOTICE is hereby given pursuant to Section 201(2) of the Companies Act, 2013 to the Members of the Company that in terms of the resolutions passed by the Nomination and Remuneration Committee and Board of Directors at their respective Meetings held on February 13, 2017 and by Members on March 29, 2017 through Postal Ballot, the Company intends to make an application to the Central Government under Section 197 read with Schedule V and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 to seek its approval for payment of Managerial Remuneration exceeding the limits provided in Schedule V of the Companies Act, 2013 to Mr. Amit Dahanukar, Chairman & Managing Director of the Company (DIN:00305636) for a period of 3 (three) years commencing from November 07, 2017 and ending on November 06, 2020.

Any Member having any objection to the aforesaid proposal may, if he/she so desires, communicate his/her objection in writing, duly substantiated, to the "Secretary, Ministry of Corporate Affairs, 5th Floor, 'A' Wing, Shastri Bhawan, Dr. Rajendra Prasad Marg, New Delhi - 110001" within 30 (thirty) days of publication of this Notice with a copy of the same to the Company at the address of the Corporate Office of the Company mentioned above.

By order of the Board For Tilaknagar Industries Ltd.

Sd/-

Place: Mumbai Gaurav Thakur Date : April 06, 2017 Company Secretary