



Ref: TI/COMP/2020-21

December 29, 2020

BSE Limited The Corporate Relationship Dept, 1st Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001. Scrip Code : 507205	National Stock Exchange of India Ltd Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051. Scrip Code : TI
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Dear Sir,

Sub: Proceedings of the 85th Annual General Meeting (the AGM)

We are pleased to inform you that the AGM of the Members of the Company was held on Tuesday, December 29, 2020 at 10.30 a.m. through Video Conferencing/Other Audio Visual Means to transact the businesses as stated in the Notice dated November 13, 2020.

In this regard, proceedings of the AGM as required under Regulation 30, Part – A of Schedule III of the SEBI (LODR) Regulations, 2015 are enclosed herewith as **Annexure – 1.**

This is for your information and records.

Thanking you,

Yours faithfully,
For Tilaknagar Industries Limited

AMIT
DAHANUKAR

Digitally signed by
AMIT DAHANUKAR
Date: 2020.12.29
14:49:07 +05'30'

Amit Dahanukar
Chairman & Managing Director

Encl.: as above

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Annexure - 1

SUMMARY OF THE PROCEEDINGS OF THE 85TH ANNUAL GENERAL MEETING

The 85th Annual General Meeting (AGM or Meeting) of the Members of the Company was held on Tuesday, December 29, 2020 at 10.30 a.m. IST through Video Conferencing (VC) / Other Audio Visual Means (OAVM) and concluded at 11.25 a.m.

Mr. Amit Dahanukar, Chairman & Managing Director of the Company, greeted the Members and chaired the proceedings at the AGM.

As the requisite quorum was present, the Chairman called the Meeting to order. Thereafter, he introduced other directors who joined the Meeting from various locations. All the directors including the respective Chairpersons of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee etc., were also present at the AGM except Dr. Ravindra Bapat, Independent Director unable to attend the Meeting due to personal commitments.

The Chairman welcomed new Members on the Board viz. Ms. Swapna Vinodchandra Shah as a Non-Executive Director, Ms. Aparna Praveen Chaturvedi as an Independent Director and Mr C R Ramesh as a Whole- time Director.

The Chairman informed that in view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms, the AGM was conducted through VC / OAVM. This meeting has been convened and being conducted in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI). The Chairman informed that the Company had tied up with Central Depository Services (India) Limited (CDSL) to provide facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC / OAVM facility.

The Company's Statutory Auditors, Secretarial Auditors and Advocate R. T. RajGuroo, Scrutinizer were also present at the Meeting.

Total 35 (Thirty Five) Members attended the AGM as per the records of the attendance.

Thereafter, the Notice dated November 13, 2020 convening the 85th AGM was taken as read with the consent of the Members present as there were no qualifications, observations or other remarks made by the Auditors in their Report on the Financial Statements (both Standalone and Consolidated) or by the Secretarial Auditor in his Secretarial Audit Report, which may have any adverse effect on the functioning of the

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Company. As good corporate practice, the Auditors' Report on the Financial Statements and the Secretarial Audit Report were read out and taken as read.

The Chairman then delivered his speech to the Members giving highlights of the Company's performance during the Financial Year 2019-20. Thereafter, the Members who had registered themselves as Speakers and were attending the Meeting through VC/OAVM, expressed their views and made enquires in the operations and financial performance of the Company and the related matters. The Chairman responded to the queries and provided necessary clarifications to the same.

The Chairman informed that the remote e-voting facility was provided to all the Members of the Company from Saturday, December 26, 2020 (10:00 a.m. IST) to Monday, December 28, 2020 (5:00 p.m. IST) and a facility of voting during the AGM was also provided to the Members who had not voted earlier. Thereafter, the following businesses as set out in the Notice dated June 20, 2020 convening the AGM were transacted and passed with requisite majority:

Sl. No.	Particular	Type of Resolution
ORDINARY BUSINESS		
1	Adoption of the audited Financial Statements (standalone and consolidated) of the Company for the financial year ended March 31, 2020, Auditors' Report thereon and the Directors' Report	Ordinary
2	Re-appointment of Mrs. Shivani Amit Dahanukar (DIN: 00305503), as a Director of the Company, liable to retire by rotation.	Ordinary
SPECIAL BUSINESS		
3	Ratification of the Remuneration of CMA Dr Netra Shashikant Apte, Cost Accountants for the financial year ending 31st March, 2021.	Ordinary
4	Appointment of Ms. Aparna Praveen Chaturvedi (DIN: 00028647) as an Independent Woman Director of the Company for a term of 1 (One) year commencing from July 31, 2020 upto July 31, 2021 (both days inclusive)	Ordinary
5	Appointment of Ms. Swapna Vinodchandra Shah (DIN: 0880790) as a Non-Executive Director of the Company	Ordinary

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6	Re-appointment of Mr. Kishorekumar G Mhatre (DIN:07527683) as an Independent Director for a second term of five (5) consecutive years commencing from June 9, 2021 to June 8, 2026 (both days inclusive)	Special
7	Re-appointment of Mr. Amit Dahanukar (DIN: 00305636) as a Chairman & Managing Director of the Company and fixing his remuneration, for a period of three (3) years commencing from November 7, 2020 to November 6, 2023 (both days inclusive)	Special
8	Appointment of Mr. Chemangla Ramchar Ramesh (DIN: 08876738) as a Whole -time Director of the Company and fixing his remuneration, for a period of three (3) years commencing from November 13, 2020 to November 12, 2023 (both days inclusive)	Special
9	Payment of Commission to Non-Executive (including Independent) Director of the Company	Ordinary
10	Alteration in the Articles of Association of the Company	Special
11	Issue of Equity Shares of the Company on Preferential Basis	Special

The Chairman informed the Members that the consolidated e-voting results will be declared as per the details given in the Notice and concluded the proceedings of the Meeting after thanking the Directors and the Shareholders for joining the Meeting. The Meeting was concluded with a vote of thanks to the Chair. The e-Voting facility was kept open for the next 15 minutes to enable the Members to cast their votes.

The Chairman thanked the Shareholders for attending and participating in the Meeting and also the employees of the Company, Government agencies and other stakeholders for their continued support.

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