



Ref: TI/COMP/2020-21

December 29, 2020

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

**Sub: 85<sup>th</sup> Annual General Meeting ( the AGM) and Voting Results**

We are pleased to inform you that the AGM of the Members of the Company was held on Tuesday, December 29, 2020 through Video Conferencing/Other Audio Visual Means and the businesses mentioned in the Notice dated November 13, 2020 were transacted and passed with requisite majority.

In this regard please find enclosed the following

- 1) Voting Results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 -**Annexure A**
- 2) Report of the Scrutinizer dated December 29, 2020 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 -**Annexure B**

The above results may be accessed on the website of the Company i.e. [www.tilind.com](http://www.tilind.com) and CDSL website i.e. [www.cdslindia.com](http://www.cdslindia.com)

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 17:49:13  
+05'30'

**Amit Dahanukar**  
**Chairman & Managing Director**

Encl.: as above

**Corp. Office:** Industrial Assurance Building, 3<sup>rd</sup> Floor,  
Churchgate, Mumbai, Maharashtra - 400 020, India  
**P** +91 (22) 2283 1716/18 **F** +91 (22) 2204 6904  
**E** [tiliquor@tilind.com](mailto:tiliquor@tilind.com)

**Regd. Office:** P.O. Tilaknagar, Tal. Shirampur,  
Dist. Ahmednagar, Maharashtra - 413 720, India  
**P** +91 (2422) 265 123 / 265 032 **F** +91 (2422) 265 135  
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<b>Tilaknagar Industries Ltd. - Voting Results of Voting Results of the 85th Annual General Meeting held on December 29, 2020 (including e-voting)</b>	
<b>Disclosure as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</b>	
<b>Date of the Annual General Meeting</b>	<b>December 29, 2020</b>
<b>Total number of shareholders on record date (i.e. December 22,2020)</b>	<b>24,902</b>
<b>No. of shareholders present in the meeting either in person or through proxy</b> Promoters and Promoter Group Public	<b>NOT APPLICABLE</b>
<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter Group Public	<b>8</b> <b>27</b>

<b>Item No. 1 - Adoption of the audited financial statements (standalone and consolidated) of the Company for the financial year ended March 31, 2020, the Directors' Report Auditors' Report thereon</b>								
<b>Resolution required: (Ordinary/ Special)</b>			<b>Ordinary</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution</b>			<b>No</b>					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes e-voted*</b>	<b>% of Votes e-voted on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - against</b>	<b>% of Votes in favour on e-voting</b>	<b>% of Votes against on e-voting</b>
		<b>(1)</b>	<b>(2)</b>	<b>(3)=[(2)/(1)]*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	<b>Remote E-Voting</b>	68,571,668	67,575,764	98.55	67,575,764	0	100.00	0.00
	<b>E-Voting AGM</b>		0	0.00	0	0	0.00	0.00
	<b>Postal Ballot (Not Applicable)</b>		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>68,571,668</b>	<b>67,575,764</b>	<b>98.55</b>	<b>67,575,764</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public – Institutions</b>	<b>Remote E-Voting</b>	16,575	0	0.00	0	0	0.00	0.00
	<b>E-Voting AGM</b>		0	0.00	0	0	0.00	0.00
	<b>Postal Ballot (Not Applicable)</b>		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>16,575</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Public- Non Institutions</b>	<b>Remote E-Voting</b>	56,695,360	5,154,588	9.09	5,154,577	11	100.00	0.00
	<b>E-Voting AGM</b>		4,571	0.01	4,571	0	100.00	0.00
	<b>Postal Ballot (Not Applicable)</b>		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>56,695,360</b>	<b>5,159,159</b>	<b>9.10</b>	<b>5,159,148</b>	<b>11</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>125,283,603</b>	<b>72,734,923</b>	<b>58.06</b>	<b>72,734,912</b>	<b>11</b>	<b>100.00</b>	<b>0.00</b>

Item No. 2 - Re- appointment of Mrs. Shivani Amit Dahanukar (DIN: 00305503) as a Director of the Company , liable to retire by rotation								
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e-voting
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	68,571,668	67,575,764	98.55	67,575,764	0	100.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	68,571,668	67,575,764	98.55	67,575,764	0	100.00	0.00
Public – Institutions	Remote E-Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	16,575	0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-Voting	56,695,360	5,154,588	9.09	5,154,277	311	99.99	0.01
	E-Voting AGM		4,571	0.01	4,571	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	56,695,360	5,159,159	9.10	5,158,848	311	99.99	0.01
Total		125,283,603	72,734,923	58.06	72,734,612	311	100.00	0.00

Item No. 3 - Ratification of the remuneration of CMA Dr Netra Shahsikant Apte, Cost Accountants for the financial year ending March 31, 2021								
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e-voting
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	68,571,668	67,575,764	98.55	67,575,764	0	100.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	68,571,668	67,575,764	98.55	67,575,764	0	100.00	0.00
Public – Institutions	Remote E-Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	16,575	0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-Voting	56,695,360	5,154,588	9.09	5,154,577	11	100.00	0.00
	E-Voting AGM		4,571	0.01	4,571	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	56,695,360	5,159,159	9.10	5,159,148	11	100.00	0.00
Total		125,283,603	72,734,923	58.06	72,734,912	11	100.00	0.00



Item No. 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 30, 2021 (both days inclusive)								
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e-voting
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	68,571,668	67,575,764	98.55	67,575,764	0	100.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	68,571,668	67,575,764	98.55	67,575,764	0	100.00	0.00
Public – Institutions	Remote E-Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	16,575	0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-Voting	56,695,360	5,154,588	9.09	5,154,277	311	99.99	0.01
	E-Voting AGM		4,571	0.01	4,571	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	56,695,360	5,159,159	9.10	5,158,848	311	99.99	0.01
Total		125,283,603	72,734,923	58.06	72,734,612	311	100.00	0.00

Item No. 5 - Appointment of Ms. Swapna Vinodchandra Shah (DIN: 08807901), as a Non-Executive Director of the Company								
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e-voting
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	68,571,668	67,575,764	98.55	67,575,764	0	100.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	68,571,668	67,575,764	98.55	67,575,764	0	100.00	0.00
Public – Institutions	Remote E-Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	16,575	0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-Voting	56,695,360	5,154,588	9.09	5,154,277	311	99.99	0.01
	E-Voting AGM		4,571	0.01	4,571	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	56,695,360	5,159,159	9.10	5,158,848	311	99.99	0.01
Total		125,283,603	72,734,923	58.06	72,734,612	311	100.00	0.00

Item No. 6 - Re-appointment of Mr. Kishorekumar Ganpatrao Mhatre (DIN: 07527683) as an Independent Director of the Company for a second term of five (5) consecutive years commencing from June 9, 2021 to June 8, 2026 (both days inclusive)								
Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e-voting
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	68,571,668	67,575,764	98.55	67,575,764	0	100.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	68,571,668	67,575,764	98.55	67,575,764	0	100.00	0.00
Public – Institutions	Remote E-Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	16,575	0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-Voting	56,695,360	5,154,588	9.09	5,154,277	311	99.99	0.01
	E-Voting AGM		4,571	0.01	4,571	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	56,695,360	5,159,159	9.10	5,158,848	311	99.99	0.01
Total		125,283,603	72,734,923	58.06	72,734,612	311	100.00	0.00

Item No. 7 - Re-appointment of Mr. Amit Dahanukar (DIN:00305636) as 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)								
Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution			Yes					
Category	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e-voting
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	68,571,668	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	68,571,668	0	-	0	0	0.00	0.00
Public – Institutions	Remote E-Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	16,575	0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-Voting	56,695,360	5,154,588	9.09	5,154,277	311	99.99	0.01
	E-Voting AGM		4,571	0.01	4,571	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	56,695,360	5,159,159	9.10	5,158,848	311	99.99	0.01
Total		125,283,603	5,159,159	4.12	5,158,848	311	99.99	0.01



Item No. 8 - Appointment of Mr. Chemangala Ramachar Ramesh (DIN: 08876738) as a 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)								
Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e-voting
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	68,571,668	67,575,764	98.55	67,575,764	0	100.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	68,571,668	67,575,764	98.55	67,575,764	0	100.00	0.00
Public – Institutions	Remote E-Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	16,575	0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-Voting	56,695,360	5,154,588	9.09	5,154,277	311	99.99	0.01
	E-Voting AGM		4,571	0.01	4,571	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	56,695,360	5,159,159	9.10	5,158,848	311	99.99	0.01
Total		125,283,603	72,734,923	58.06	72,734,612	311	100.00	0.00

Item No. 9 - Payment of commission to Non-Executive (including Independent) Directors of the Company								
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e-voting
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	68,571,668	67,575,764	98.55	67,575,764	0	100.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>68,571,668</b>	<b>67,575,764</b>	<b>98.55</b>	<b>67,575,764</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public – Institutions	Remote E-Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>16,575</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public- Non Institutions	Remote E-Voting	56,695,360	5,154,588	9.09	5,154,277	311	99.99	0.01
	E-Voting AGM		4,571	0.01	4,571	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>56,695,360</b>	<b>5,159,159</b>	<b>9.10</b>	<b>5,158,848</b>	<b>311</b>	<b>99.99</b>	<b>0.01</b>
<b>Total</b>		<b>125,283,603</b>	<b>72,734,923</b>	<b>58.06</b>	<b>72,734,612</b>	<b>311</b>	<b>100.00</b>	<b>0.00</b>

Item No. 10 - Alteration in the Articles of Association of the Company								
Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e-voting
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	68,571,668	67,575,764	98.55	67,575,764	0	100.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	68,571,668	67,575,764	98.55	67,575,764	0	100.00	0.00
Public – Institutions	Remote E-Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	16,575	0	0.00	0	0	0.00	0.00
Public- Non Institutions	Remote E-Voting	56,695,360	5,154,588	9.09	5,154,277	311	99.99	0.01
	E-Voting AGM		4,571	0.01	4,571	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	56,695,360	5,159,159	9.10	5,158,848	311	99.99	0.01
Total		125,283,603	72,734,923	58.06	72,734,612	311	100.00	0.00

Item No. 11 - Issue of Equity Shares of the Company on Preferential Basis								
Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e-voting
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	68,571,668	67,575,764	98.55	67,575,764	0	100.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>68,571,668</b>	<b>67,575,764</b>	<b>98.55</b>	<b>67,575,764</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public – Institutions	Remote E-Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>16,575</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public- Non Institutions	Remote E-Voting	56,695,360	5,154,588	9.09	5,154,247	341	99.99	0.01
	E-Voting AGM		4,571	0.01	4,571	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>56,695,360</b>	<b>5,159,159</b>	<b>9.10</b>	<b>5,158,818</b>	<b>341</b>	<b>99.99</b>	<b>0.01</b>
<b>Total</b>		<b>125,283,603</b>	<b>72,734,923</b>	<b>58.06</b>	<b>72,734,582</b>	<b>341</b>	<b>100.00</b>	<b>0.00</b>

**Notes:**

1. The votes under remote e-votes do not include invalid votes.
2. All the abovementioned Resolutions have been passed with requisite majority on December 29, 2020 i.e. the date of the Annual General Meeting

**For Tilaknagar Industries Ltd.**

AMIT  
DAHANUKAR

Digitally signed by  
AMIT DAHANUKAR  
Date: 2020.12.29  
17:50:01 +05'30'

**Amit Dahanukar**  
**Managing Director**  
**DIN : 00305636**

**Place: Mumbai**  
**Date : December 29, 2020**





Office : Shop No.1, Laxmi Sadan CHS. Ltd., Opp. New Rose Villa,  
Daji Ramchandra Road, Charai, Thane (West) - 400 601

Resident : C – 602, Fortuna Lodha Paradise, Majiwada, Thane (West) – 400601

Phone : (O) 022-25380966/25440126 (R) 022-25387114, Cell – 8879410333

Email : rrajguroo@yahoo.co.in

## **CONSOLIDATED SCRUTINIZER'S REPORT**

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 2(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirement) Regulations 2015 ("SEBI Listing Regulations")]*

To,  
The Chairman of 85<sup>th</sup> Annual General Meeting of the Members of  
Tilaknagar Industries Limited ((CIN: L15420PN1933PLC133303)  
held on **Tuesday, December 29, 2020 at 10.30 a.m.** through  
**Video Conferencing ("VC")/Other Audio Visual Means ("OAVM")**.

Dear Sir,

I, Adv. R. T. RajGuroo, have been duly appointed by the Board of Directors of Tilaknagar Industries Ltd. (the Company) on November 13, 2020 as Scrutinizer for the purpose of scrutinizing Remote e-voting process prior to Annual General Meeting and e-voting process during the Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) (the Rules) and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended) read with General Circular No. 14/2020 dated April 08, 2020, MCA General Circular No. 17/2020 dated April 13, 2020 and MCA General Circular No. 20/2020 dated May 05, 2020 (collectively refer MCA Circulars) and SEBI Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, on the proposed resolution contained in the Notice of 85<sup>th</sup> Annual General Meeting of Members dated November 13, 2020 (the Notice) :

1. The Management of the Company is responsible to ensure the compliance of the requirements of the Act and Rules relating to remote e-voting and e-voting during the Annual General Meeting (the "AGM" or the "Meeting") on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of voting through remote e-voting and e-voting during the AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed





in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited the agency authorized under the Rules and engaged by the Company to provide facilities of remote e-voting and e-voting during the AGM.

2. As confirmed by the Company, the Notice was sent through electronic mode to the Members whose email addresses are registered with the Company / Depository/RTA in compliance with MCA and SEBI Circulars
3. Prior to dispatch of the Notice and Annual Report 2019-20, the requisite advertisement pursuant to the Rules and the MCA Circulars was published by the Company on December 3,2020 in "Free Press Journal" (English) and "Navshakti " & " Kesari" (Marathi ) including electronic editions and it carried all required information.

Post dispatch of the Notice and Annual Report 2019-20, the requisite advertisement pursuant to the Rules and the MCA Circulars was published by the Company on December 5,2020 in "Free Press Journal" (English) and "Navshakti " & " Kesari" (Marathi ) and it carried all required information.

4. The Members of the Company as on the **"cut-off" date i.e. Tuesday, December 22, 2020** were entitled to vote on the resolutions proposed as per Notice.
5. In the terms of Notice, the remote e-voting facility was kept open for three days from **Saturday, December 26, 2020 at 10.00 a.m. (IST)** and ended on **Monday, December 28, 2020 at 5.00 p.m. (IST)** thereafter e-voting platform was blocked and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform provided by CDSL.
6. As confirmed by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. After closure of e-voting at the AGM, the vote cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from e-voting website of CDSL in the presence of two witnesses, who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted and the results were prepared
8. I hereby submit the Consolidated Scrutinizer's Report on the results of the remote e-voting prior to AGM and e-voting during the AGM, based on the data downloaded from CDSL e-voting system, the total votes cast "in favour" or "against" all the resolutions proposed in the Notice as under:



Sr. No	Particulars	Item No. 1		Item No. 2	
		Number of members who cast their votes through remote e-voting and e-voting	No. of equity shares	Number of members who cast their votes through remote e-voting and e-voting	No. of equity shares
1	Total Number of votes casted	78	72734923	78	72734923
2	Less: Invalid No. of votes casted	0	0	0	0
3	Valid No. of votes casted (Net)	78	72734923	78	72734923

Sr. No	Particulars	Item No. 3		Item No. 4	
		Number of members who cast their votes through remote e-voting and e-voting	No. of equity shares	Number of members who cast their votes through remote e-voting and e-voting	No. of equity shares
1	Total Number of votes casted	78	72734923	78	72734923
2	Less: Invalid No. of votes casted	0	0	0	0
3	Valid No. of votes casted (Net)	78	72734923	78	72734923





Sr. No	Particulars	Item No. 5		Item No. 6	
		Number of members who cast their votes through remote e-voting and e-voting	No. of equity shares	Number of members who cast their votes through remote e-voting and e-voting	No. of equity shares
1	Total Number of votes casted	78	72734923	78	72734923
2	Less: Invalid No. of votes casted	0	0	0	0
3	Valid No. of votes casted (Net)	78	72734923	78	72734923

Sr. No	Particulars	Item No. 7		Item No. 8	
		Number of members who cast their votes through remote e-voting and e-voting AGM	No. of equity shares	Number of members who cast their votes through remote e-voting and e-voting AGM	No. of equity shares
1	Total Number of votes casted	78	72734923	78	72734923
2	Less: Invalid No. of votes casted	8	67575764	0	0
3	Valid No. of votes casted (Net)	70	5159159	78	72734923





Sr. No	Particulars	Item No. 9		Item No. 10	
		Number of members who cast their votes through remote e-voting and e-voting AGM	No. of equity shares	Number of members who cast their votes through remote e-voting and e-voting AGM	No. of equity shares
1	Total Number of votes casted	78	72734923	78	72734923
2	Less: Invalid No. of votes casted	0	0	0	0
3	Valid No. of votes casted (Net)	78	72734923	78	72734923

Sr. No	Particulars	Item No. 11	
		Number of members who cast their votes through remote e-voting and e-voting AGM	No. of equity shares
1	Total Number of votes casted	78	72734923
2	Less: Invalid No. of votes casted	0	0
3	Valid No. of votes casted (Net)	78	72734923



**Item No.1 of the Notice (As an Ordinary Resolution)**

Adoption of the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2020 and the Report of the Board of Directors and Auditors thereon

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e- voting
		1	2	(3)=[(2)/(1)] *100	4	5	(6)=[(4)/(2)] *100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	Remote E-Voting	6,85,71,668	6,75,75,764	98.55	6,75,75,764	0	100.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public- Institution al holders</b>	Remote E-Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public- Others</b>	Remote E-Voting	5,66,95,360	51,54,588	9.09	51,54,577	11	100.00	0.00
	E-Voting AGM		4,571	0.01	4,571	0	0.00	0.00
<b>Total</b>		<b>12,52,83,603</b>	<b>7,27,34,923</b>	<b>58.06</b>	<b>7,27,34,912</b>	<b>11</b>	<b>100.00</b>	<b>0.00</b>

**Item No.2 of the Notice (As an Ordinary Resolution)**

Re- appointment of Mrs. Shivani Amit Dahanukar (DIN: 00305503) as a Director of the Company , liable to retire by rotation.

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e- voting
		1	2	(3)=[(2)/(1)] *100	4	5	(6)=[(4)/(2)] *100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	Remote E- Voting	6,85,71,668	6,75,75,764	98.55	6,75,75,764	0	100.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public- Institution al holders</b>	Remote E- Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public- Others</b>	Remote E- Voting	5,66,95,360	51,54,588	9.09	51,54,277	311	99.99	0.01
	E-Voting AGM		4,571	0.01	4,571	0	0.00	0.00
<b>Total</b>		<b>12,52,83,603</b>	<b>7,27,34,923</b>	<b>58.06</b>	<b>7,27,34,612</b>	<b>311</b>	<b>100.00</b>	<b>0.00</b>





**Item No.3 of the Notice (As an Ordinary Resolution)**

Ratification of the remuneration of CMA Dr Netra Shahsikant Apte, Cost Accountants for the financial year ending March 31, 2021

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e- voting
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)] *100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	Remote E- Voting	6,85,71,668	6,75,75,764	98.55	6,75,75,764	0	100.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public- Institution al holders</b>	Remote E- Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public- Others</b>	Remote E- Voting	5,66,95,360	51,54,588	9.09	51,54,577	11	100.00	0.00
	E-Voting AGM		4,571	0.01	4,571	0	0.00	0.00
<b>Total</b>		<b>12,52,83,603</b>	<b>7,27,34,923</b>	<b>58.06</b>	<b>7,27,34,912</b>	<b>11</b>	<b>100.00</b>	<b>0.00</b>

**Item No. 4 of the Notice (As an Ordinary Resolution)**

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 July30, 2021 (both days inclusive)

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e- voting
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)] *100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	Remote E- Voting	6,85,71,668	6,75,75,764	98.55	6,75,75,764	0	100.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public- Institution al holders</b>	Remote E- Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public- Others</b>	Remote E- Voting	5,66,95,360	51,54,588	9.09	51,54,277	311	99.99	0.01
	E-Voting AGM		4,571	0.01	4,571	0	0.00	0.00
<b>Total</b>		<b>12,52,83,603</b>	<b>7,27,34,923</b>	<b>58.06</b>	<b>7,27,34,612</b>	<b>311</b>	<b>100.00</b>	<b>0.00</b>



**Item No. 5 of the Notice (As an Ordinary Resolution)**

Appointment of Ms. Swapna Vinodchandra Shah (DIN: 08807901), as a Non-Executive Director of the Company

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e- voting
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)] *100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	Remote E- Voting	6,85,71,668	6,75,75,764	98.55	6,75,75,764	0	100.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public- Institution al holders</b>	Remote E- Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public- Others</b>	Remote E- Voting	5,66,95,360	51,54,588	9.09	51,54,277	311	99.99	0.01
	E-Voting AGM		4,571	0.01	4,571	0	0.00	0.00
<b>Total</b>		<b>12,52,83,603</b>	<b>7,27,34,923</b>	<b>58.06</b>	<b>7,27,34,612</b>	<b>311</b>	<b>100.00</b>	<b>0.00</b>

**Item No. 6 of the Notice (As a Special Resolution):**

Re-appointment of Mr. Kishorekumar Ganpatrao Mhatre (DIN: 07527683) as an Independent Director of the Company for a second term of five (5) consecutive years commencing from June 9, 2021 to June 8, 2026 (both days inclusive)

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e- voting
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)] *100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	Remote E- Voting	6,85,71,668	6,75,75,764	98.55	6,75,75,764	0	100.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public- Institution al holders</b>	Remote E- Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public- Others</b>	Remote E- Voting	5,66,95,360	51,54,588	9.09	51,54,277	311	99.99	0.01
	E-Voting AGM		4,571	0.01	4,571	0	0.00	0.00
<b>Total</b>		<b>12,52,83,603</b>	<b>7,27,34,923</b>	<b>58.06</b>	<b>7,27,34,612</b>	<b>311</b>	<b>100.00</b>	<b>0.00</b>





**Item No. 7 of the Notice (As a Special Resolution):**

Re-appointment of Mr. Amit Dahanukar (DIN:00305636) as 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)

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e- voting
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	Remote E-Voting	6,85,71,668	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public-Institution al holders</b>	Remote E-Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public-Others</b>	Remote E-Voting	5,66,95,360	51,54,588	9.09	51,54,277	311	99.99	0.01
	E-Voting AGM		4,571	0.01	4,571	0	0.00	0.00
<b>Total</b>		<b>12,52,83,603</b>	<b>51,59,159</b>	<b>4.12</b>	<b>51,58,848</b>	<b>311</b>	<b>99.99</b>	<b>0.01</b>

**Item No. 8 of the Notice (As a Special Resolution):**

Appointment of Mr. Chemangala Ramachar Ramesh (DIN: 08876738) as a 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)

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e- voting
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	Remote E-Voting	6,85,71,668	6,75,75,764	98.55	6,75,75,764	0	100.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public-Institution al holders</b>	Remote E-Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public-Others</b>	Remote E-Voting	5,66,95,360	51,54,588	9.09	51,54,277	311	99.99	0.01
	E-Voting AGM		4,571	0.01	4,571	0	0.00	0.00
<b>Total</b>		<b>12,52,83,603</b>	<b>7,27,34,923</b>	<b>58.06</b>	<b>7,27,34,612</b>	<b>311</b>	<b>100.00</b>	<b>0.00</b>



**Item No. 9 of the Notice (As an Ordinary Resolution):**

Payment of commission to Non-Executive (including Independent) Directors of the Company

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e- voting
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	Remote E-Voting	6,85,71,668	6,75,75,764	98.55	6,75,75,764	0	100.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public-Institution al holders</b>	Remote E-Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public-Others</b>	Remote E-Voting	5,66,95,360	51,54,588	9.09	51,54,277	311	99.99	0.01
	E-Voting AGM		4,571	0.01	4,571	0	0.00	0.00
<b>Total</b>		<b>12,52,83,603</b>	<b>7,27,34,923</b>	<b>58.06</b>	<b>7,27,34,612</b>	<b>311</b>	<b>100.00</b>	<b>0.00</b>

**Item No. 10 of the Notice (As a Special Resolution):**

Alteration in the Articles of Association of the Company

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e- voting
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	Remote E-Voting	6,85,71,668	6,75,75,764	98.55	6,75,75,764	0	100.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public-Institution al holders</b>	Remote E-Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public-Others</b>	Remote E-Voting	5,66,95,360	51,54,588	9.09	51,54,277	311	99.99	0.01
	E-Voting AGM		4,571	0.01	4,571	0	0.00	0.00
<b>Total</b>		<b>12,52,83,603</b>	<b>7,27,34,923</b>	<b>58.06</b>	<b>7,27,34,612</b>	<b>311</b>	<b>100.00</b>	<b>0.00</b>






**Item No. 11 of the Notice (As a Special Resolution):**  
**Issue of Equity Shares of the Company on Preferential Basis**

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes e-voted*	% of Votes e-voted on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on e-voting	% of Votes against on e- voting
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	Remote E- Voting	6,85,71,668	6,75,75,764	98.55	6,75,75,764	0	100.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public- Institution al holders</b>	Remote E- Voting	16,575	0	0.00	0	0	0.00	0.00
	E-Voting AGM		0	0.00	0	0	0.00	0.00
<b>Public- Others</b>	Remote E- Voting	5,66,95,360	51,54,588	9.09	51,54,247	341	99.99	0.01
	E-Voting AGM		4,571	0.01	4,571	0	0.00	0.00
<b>Total</b>		<b>12,52,83,603</b>	<b>7,27,34,923</b>	<b>58.06</b>	<b>7,27,34,582</b>	<b>341</b>	<b>100.00</b>	<b>0.00</b>

9. Based on the aforesaid results, the resolution no.(s) 1 to 11 as contained in the Notice have been passed with the requisite majority.
10. The electronic data and other relevant records relating to the remote e-voting and voting at AGM shall be handed over to the Chairman or the Company Secretary for preserving safely after the minutes of the Meeting are signed.


Thanking You,

Yours faithfully

  
**R. T. Rajguroo**  
**Scrutinizer,**  
**Advocate High Court**  
**MAH/732/2015**



Countersigned By

  
**CS P. M. Vala**

Place: Thane

Date: December 29, 2020