

TIL LIMITED

[CIN: L74999WB1974PLC041725]

Regd. Office : 1, Taratolla Road, Garden Reach, Kolkata 700 024

Tel : (033) 6633 2000/2845; Fax : (033) 2469 3731/2143

Website : www.tilindia.in



NOTICE is hereby given that :

- (a) The 40th Annual General Meeting (AGM) of the Members of TIL Limited ('the Company') is scheduled to be held **on Friday, 7th August, 2015 at 10 A.M.** at the Registered Office of the Company at 1, Taratolla Road, Garden Reach, Kolkata- 700 024 to transact the business as set-out in the Notice to the AGM. The electronic transmission/physical dispatch of the Notice of the AGM, Attendance Slip & Proxy Form and the Annual Report for the year ended 31st March, 2015 was completed on 14th July, 2015. The Annual Report, Notice of the AGM, Attendance Slip & Proxy Form are available at the Company's website at **www.tilindia.in**. Members who wish to receive the said documents in physical form, would be provided free of cost at their registered address. For this purpose, Members are requested to send an e-mail quoting their DP ID-Client ID/Folio No. to : **secretarial.department@tilindia.com**.
- (b) Pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 the Shareholders have been provided e-voting facility to exercise their right to vote at the General Meeting by electronic means. The Company is offering e-voting option to all the Shareholders. For this purpose, the Company has signed an Agreement with National Securities Depository Limited ("NSDL") for facilitating e-voting to enable Shareholders to cast their votes for all the items of business in the Notice electronically.
- (c) The facility of ballot paper voting shall be made available at the Meeting and the Members attending the Meeting who have not already cast their vote by e-voting shall be able to exercise their right at the Meeting. For abundant clarity, in the event of ballot voting, please note that the Shareholders who have exercised their right to vote by electronic means shall not vote by way of ballot voting at the Meeting. The voting rights of the Shareholders shall be in proportion to the shares of the paid up equity share capital of the Company.
- (d) The Members who have cast their vote electronically prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again.
- (e) Voting rights shall be reckoned on the paid up value of the shares registered in the name of the Member/Beneficial Owner (in case of electronic shareholding) as on the cut off date i.e. 31st July, 2015. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by depositories as on the cut off date i.e. 31st July, 2015 only shall be entitled to avail the facility of e-voting/ballot voting. A user id and password for casting the electronic vote will be sent to all the Members as on the cut off date.
- (f) The e-voting period shall remain open for 4 days from **3rd August, 2015 (9.00 A.M. IST)** and ends on **6th August, 2015 (5.00 P.M. IST)**. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Members, the same cannot be changed subsequently. The detailed procedure/instructions for e-voting are contained in the Notice of the AGM. In case of any query or grievance, you may refer to the Frequently Asked Questions (FAQs) and e-voting user manual for Shareholders, available at the Downloads section of <https://www.evoting.nSDL.com> or call on toll free no. 1800-222-990.
- (g) Contact Details of the persons responsible to address the grievances are as under :
- i) Voting by Ballot :**
Mr. Kuntal Mustafi
C B Management Services (P) Limited
P-22, Bondel Road, Kolkata 700 019
Telephone: (033) 4011 6700/6711/6718, Email: rta@cbmsl.com
- ii) e-voting :**
Mr. Rajiv Ranjan
National Securities Depository Ltd. (NSDL)
Trade World-A Wing, Kamala Mills Compound, Lower Parel
Mumbai-400 013
Telephone: 022 2499 4738, Email: rajivr@nsdl.co.in
- (h) Pursuant to Section 91 of the Act, Rule 10 of the Companies (Management and Administration) Rules 2014 and Clause 16 of the Listing Agreements with the Stock Exchanges, the Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 1st August, 2015 to Saturday, 8th August, 2015 (both days inclusive) for the purpose of the AGM.

Place : Kolkata
Date : 15th July, 2015

For TIL Limited
Sekhar Bhattacharjee
Company Secretary