



ONLINE FILING

Ref: TI/NSE/COMP/16-17/47

September 30, 2016

To,
The Manager (Listing),
National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra - Kurla Complex, Bandra (E),
Mumbai - 400 051
Ph No.: 26598235/36
Fax No.: 26598120/237/238

Sub: Minutes of the 81st Annual General Meeting

Ref: Scrip Code - TI

Dear Sir/Madam,

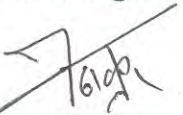
Please find enclosed herewith copy of the Minutes of the 81st Annual General Meeting held on September 14, 2016.

Kindly acknowledge the receipt and take the same on your record.

Thanking you,

Yours faithfully,

For Tilaknagar Industries Ltd.


Gaurav Thakur
Company Secretary



Encl: a/a

Corporate Office : Industrial Assurance Building, 3rd Floor, Churchgate, Mumbai - 400 020.

Tel.: +91 22 22831716/18 **Fax :** +91 22 22046904 **E-mail :** tiliquor@tilind.com

Regd. Office & Works : P. O. Tilaknagar, Tal. Shirampur, Dist. Ahmednagar, Maharashtra - 413 720.

Tel.: (02422) 265 123 / 265 032 **Fax :** (02422) 265 135 **E-mail :** regoff@tilind.com **Website :** www.tilind.com

CIN : L15420PN1933PLC133303

HELD AT _____ ON _____ TIME _____

MINUTES OF THE PROCEEDINGS OF THE 81ST ANNUAL GENERAL MEETING OF THE MEMBERS OF TILAKNAGAR INDUSTRIES LTD. HELD ON WEDNESDAY, SEPTEMBER 14, 2016 FROM 10.30 A.M. TO 04.55 P.M. AT THE REGISTERED OFFICE OF THE COMPANY I.E. P.O. TILAKNAGAR, TAL. SHRIRAMPUR, DIST. AHMEDNAGAR, MAHARASHTRA-413720.

PRESENT:**DIRECTORS:**

Mr. Amit Dahanukar	: Chairman & Managing Director and Member
Mrs. Shivani Amit Dahanukar	: Non-Executive Director and Member
Dr. Ravindra Bapat	: Independent Director and Member
Mr. C. V. Bijlani	: Independent Director (Chairman of the Audit, Stakeholders Relationship and Nomination & Remuneration Committees) and Member
Mr. Kishorekumar G. Mhatre	: Independent Director

MEMBERS:

67 Members were present in person (including authorized representatives of bodies corporate). 35 Members holding 13,18,277 Equity Shares of the Company were present through proxies.

IN ATTENDANCE:

Mr. Srijit Mullick	: Chief Financial Officer
Mr. M. R. K. Nair	: Vice President - Works, IR, HR and Legal
Mr. Gaurav Thakur	: Company Secretary

Mr. Kaushal Mehta, Rep. of M/s. Batliboi & Purohit - Statutory Auditors, Mrs. Ragini Chokshi, Rep. of M/s. Ragini Chokshi & Associates - Secretarial Auditors and Mr. R.T. RajGuroo, Scrutinizer were also present at the 81st Annual General Meeting (AGM).

In accordance with Article 75 of the Articles of Association, Mr. Amit Dahanukar, Chairman & Managing Director of the Company took the Chair. The Chairman welcomed all the Members present at the AGM and introduced the Board of Directors, Senior Management Team, representatives of the Statutory Auditors, Secretarial Auditors and Scrutinizer to them.

The Chairman, after ascertaining that the requisite quorum as per Section 103 of the Companies Act, 2013 was present, called the Meeting to order at 10.30 a.m. The quorum was present at the commencement of the Meeting as well as at the time of consideration of each item of business.

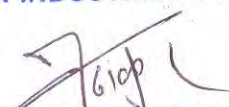
The Chairman announced that the documents mentioned in the AGM Notice (including certificate given by the Statutory Auditors with respect to implementation of the ESOP Schemes of the Company), the Statutory Registers required to be placed in the Meeting pursuant to the provisions of the Companies Act, 2013 alongwith Reports of the Statutory and Secretarial Auditors were available for inspection by the Members during the continuance of the Meeting.

The Notice convening the Meeting was taken as read with the permission of the Members. The Chairman informed the Members that with respect to the qualifications contained in the Auditors' Report, the explanations given by the Board of Directors were provided in the Annexure "H" to the Directors' Report as well as the Statement on Impact of Audit Qualifications pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 placed in the Meeting for inspection by the Members. At the instruction of the Chairman, Company Secretary read out the Auditors' observations in the Auditors' Report alongwith explanations given by the Board of Directors thereon. The Chairman informed the Members that there were no qualifications, observations or comments in the Report submitted by M/s. Ragini Chokshi & Associates, Secretarial Auditors.



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The Chairman then took the Members through the highlights of the Company's performance. He informed that overarching regulatory constraints, excessive tax regimes imposed on the industry and alcohol prohibition in a number of States were some of the key factors during the financial year 2015-16 that had made it more difficult for any IMFL player to make justifiable returns on products with high volume and lower price points. During the financial year 2015-16, the Company had faced lots of challenges e.g. cessation of the operations by its main bottler in the large and lucrative market of Tamil Nadu, restrictions imposed on sales in the State of Kerala, increase in raw material prices and non-receipt of price increase in major operating markets. The above factors coupled with delay in receipt of receivables from the Tamil Nadu bottlers and elevated finance costs impacted the working capital position of the Company.

The Chairman apprised the Members that the Company was making necessary efforts to improve its performance and aggressively pursuing and implementing various strategies, including slowing down its low-margin, voluminous business and pooling all its cash flows towards manufacturing and shipping out its high-margin premium and semi-premium products, etc. He further apprised the Members that the productivity, performance and profitability of the Company would gradually improve in the coming years owing to the persistent efforts and aggressive strategies adopted by the Company.

The Chairman concluded his speech by thanking all the Directors, Employees and Members for the faith and confidence reposed in the Company and its management. He then requested Dr. Ravindra Bapat, Independent Director of the Company to address the Members.

Dr. Ravindra Bapat thanked the Members for their continued support to the management and stated that with the consistent execution of the long term strategy with greater focus on premium products, brand development along with strengthening of distribution network, the Company was on a steady path to recovery. He then requested the Chairman to continue the proceedings of the Meeting.

The Chairman thanked Dr. Ravindra Bapat and invited the Members to share their comments/observations on the performance of the Company.

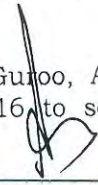
The Members acknowledged the initiatives taken by the management to improve the performance of the Company viz. cost control, productivity improvement, product range consolidation and geographic rationalization in terms of reducing its exposure to less remunerative markets and also pledged their support to the management.

The Chairman thanked the Members for their support and thereafter, the business of the Meeting as per the Notice thereof was taken up item wise. The Members were apprised of the background and implications of the Ordinary and Special business as set out in item nos. 1 to 6 of the AGM Notice and same were proposed and seconded by the Members present in the Meeting. Proceedings in respect of item nos. 1, 3, 4, 5 and 6 of the AGM Notice were conducted by the Chairman and by Mr. C.V. Bijlani, Independent Director in respect of item no. 2 as the Chairman was interested in that item.

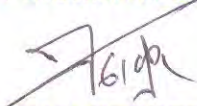
The Chairman informed the Members that in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided remote e-voting facility through CDSL e-voting platform from Sunday, September 11, 2016 at 10.00 a.m. to Tuesday, September 13, 2016 till 05.00 p.m. to the Members as on the cut of date of Wednesday, September 07, 2016 in respect of the business as set out in item nos. 1 to 6 of the AGM Notice dated August 12, 2016.

The Chairman further informed the Members that in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, voting at the AGM venue through poll process in respect of all the business as set out in item nos. 1 to 6 of the AGM Notice would commence after the refreshment break.

The Chairman further informed the Members that Mr. R. T. RajGuroo, Advocate was appointed as Scrutinizer by the Board of Directors on August 12, 2016 to scrutinize the


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voting process (including remote e-voting) in a fair and transparent manner and requested Mr. RajGuroo to explain the poll process to the Members and conduct the poll.

Mr. RajGuroo then conducted the poll process in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014. He explained the poll procedure to the Members. The empty Ballot Box was then locked and sealed in the presence of the Members and Ballot Forms were distributed to the eligible Members and Proxy Holders present.

He requested all the Members and Proxy Holders, present and entitled to vote, to participate in the poll, post refreshment break, by putting the duly completed Ballot Forms in the Ballot Box kept at the AGM venue. After casting of votes by the eligible Members and Proxy Holders present, Mr. RajGuroo closed the poll at 4.50 p.m. and took custody of the Ballot Box.

The Members were informed that the consolidated results of voting (remote e-voting and voting at the AGM venue) in respect of all the business as set out in item nos. 1 to 6 of the AGM Notice of the Company would be declared by the Chairman on September 16, 2016. The voting results alongwith the Consolidated Scrutinizer's Report would be submitted to the Stock Exchanges i.e. BSE & NSE within the prescribed timelines and would also be uploaded on the Company's and CDSL's website.

There being no other business, the Meeting concluded with a vote of thanks to the Chair at 04.55 p.m.

SUMMARY OF THE SCRUTINIZER'S REPORT AND RESULTS OF VOTING:

The consolidated results of the remote e-voting and voting at the AGM venue through poll process on the resolutions as set out in item nos. 1 to 6 of the AGM Notice dated August 12, 2016 as contained in the Consolidated Scrutinizer's Report dated September 16, 2016 are recorded hereunder as a part of the proceedings of AGM.

A) ORDINARY BUSINESS

ITEM NO.1 - ORDINARY RESOLUTION

Adoption of the audited financial statements for the financial year ended March 31, 2016 and the reports of the Board of Directors and Auditors

Proposed by: Mr. Raman Kutty Nair **Seconded by:** Mr. Balasaheb Karbhari Sonawane

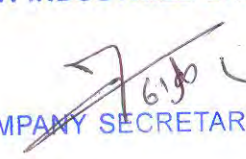
"RESOLVED THAT the audited financial statements of the Company for the financial year ended March 31, 2016 including the balance sheet as at March 31, 2016 and statement of profit and loss for the financial year ended on that date together with the notes forming part thereof, the cash flow statement for the financial year ended March 31, 2016, statement of changes in equity of the Company along with the explanatory notes annexed to or forming part thereof and the reports of the Board of Directors and Statutory Auditors thereon and the audited consolidated financial statements of the Company for the financial year ended March 31, 2016 as laid before the 81st Annual General Meeting be and are hereby received, approved and adopted."

Mode of Voting: Remote E-voting and Poll Conducted at the AGM venue:

Particulars	Number of Members who casted their votes through remote e-voting and poll	No. of equity shares
Total Number of votes casted	124	6,97,14,461
Less : Invalid No. of votes casted	0	0
Valid No. of votes casted (Net)	124	6,97,14,461


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Summary of Remote E-Voting and Poll:

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	6,85,71,668	6,80,33,387	99.22	6,80,33,387	0	100.00	0.00
	Poll		5,38,281	0.78	5,38,281	0	100.00	0.00
Public- Institutional holders	E-Voting	7,04,457	0	0.00	0	0	0.00	0.00
	Poll		0	0	0	0	0.00	0.00
Public-Others	E-Voting	5,54,79,990	17,680	0.03	15,222	2,458	86.10	13.90
	Poll		11,25,113	2.03	11,25,113	0	100.00	0.00
Total		12,47,56,115	6,97,14,461	55.88	6,97,12,003	2,458	100.00	0.00

Notes:

- 1. Voting rights on the shares transferred to the "Tilaknagar Industries Ltd-Unclaimed Suspense Account" are frozen;
- 2. The number of votes polled doesn't include invalid votes; and
- 3. The aforesaid Resolution has been passed with requisite majority.

ITEM NO. 2 - ORDINARY RESOLUTION

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

Proposed by: Mr. Cheemangala Ramachar Ramesh Seconded by: Mr. Raman Kutty Nair

“RESOLVED THAT pursuant to the provisions of Section 152(6) of the Companies Act, 2013, Mrs. Shivani Amit Dahanukar (DIN: 00305503), who retires by rotation at this 81st Annual General Meeting and being eligible has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

Mode of Voting: Remote E-voting and Poll Conducted at the AGM venue:

Particulars	Number of Members who casted their votes through remote e-voting and poll	No. of equity shares
Total Number of votes casted	124	6,97,14,461
Less : Invalid No. of votes casted	0	0
Valid No. of votes casted (Net)	124	6,97,14,461

Summary of Remote E-Voting and Poll:

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	6,85,71,668	6,80,33,387	99.22	6,80,33,387	0	100.00	0.00
	Poll		5,38,281	0.78	5,38,281	0	100.00	0.00
Public- Institutional holders	E-Voting	7,04,457	0	0.00	0	0	0.00	0.00
	Poll		0	0	0	0	0.00	0.00

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Public-Others	E-Voting	5,54,79,990	17,680	0.03	15,222	2,458	86.10	13.90
	Poll		11,25,113	2.03	11,25,113	0	100.00	0.00
Total		12,47,56,115	6,97,14,461	55.88	6,97,12,003	2,458	100.00	0.00

Notes:

1. Voting rights on the shares transferred to the "Tilaknagar Industries Ltd-Unclaimed Suspense Account" are frozen;
2. The number of votes polled doesn't include invalid votes; and
3. The aforesaid Resolution has been passed with requisite majority.

ITEM NO. 3 - ORDINARY RESOLUTION

Ratification of the Appointment of M/s. Batliboi & Purohit, Chartered Accountants (ICAI Firm Registration No.101048W) as Statutory Auditors of the Company

Proposed by: Mr. Mayur Mahavir Mirikar **Seconded by:** Mr. Dipak Laxman Deshpande

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and pursuant to the recommendations of the Audit Committee and the Board of Directors, appointment of M/s. Batliboi & Purohit, Chartered Accountants (ICAI Firm Registration No. 101048W), as the Statutory Auditors of the Company, be and is hereby ratified for the term commencing from the conclusion of the 81st Annual General Meeting and ending on the conclusion of the 82nd Annual General Meeting, at a remuneration of Rs. 11,00,000/- (Rupees Eleven Lacs Only) plus service tax as applicable and re-imbursement of out of pocket expenses as may be incurred by them for conducting the Statutory Audit."

Mode of Voting: Remote E-voting and Poll Conducted at the AGM venue:

Particulars	Number of Members who casted their votes through remote e-voting and poll	No. of equity shares
Total Number of votes casted	124	6,97,14,461
Less : Invalid No. of votes casted	0	0
Valid No. of votes casted (Net)	124	6,97,14,461

Summary of Remote E-Voting and Poll:

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	6,85,71,668	6,80,33,387	99.22	6,80,33,387	0	100.00	0.00
	Poll		5,38,281	0.78	5,38,281	0	100.00	0.00
Public- Institutional holders	E-Voting	7,04,457	0	0.00	0	0	0.00	0.00
	Poll		0	0	0	0	0.00	0.00
Public-Others	E-Voting	5,54,79,990	17,680	0.03	15,217	2,463	86.07	13.93
	Poll		11,25,113	2.03	11,25,113	0	100.00	0.00
Total		12,47,56,115	6,97,14,461	55.88	6,97,11,998	2,463	100.00	0.00


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SECRETARY

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Notes:

1. Voting rights on the shares transferred to the "Tilaknagar Industries Ltd-Unclaimed Suspense Account" are frozen;
2. The number of votes polled doesn't include invalid votes; and
3. The aforesaid Resolution has been passed with requisite majority.

B) SPECIAL BUSINESS**ITEM NO. 4 - ORDINARY RESOLUTION****Approval of the remuneration payable to the Cost Auditors for the financial year 2016-17****Proposed by:** Mr. Keshav Appasaheb Dhaygude **Seconded by:** Mr. Mohan Kamalakar Patil

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), CMA Dr. Netra Shashikant Apte having Membership No. 11865 and Firm Registration No. 102229 appointed as Cost Auditor, by the Board of Directors based on the recommendation of the Audit Committee, for conducting the audit of cost accounting records maintained by the Company relating to manufacturing of the products covered under the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) be paid a remuneration of Rs. 1,50,000/- (Rupees One Lac Fifty Thousand Only) plus service tax as applicable and re-imburement of out of pocket expenses as may be incurred by the Cost Auditor for conducting the Cost Audit for the financial year 2016-17;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to the above mentioned resolution."

Mode of Voting: Remote E-voting and Poll Conducted at the AGM venue:

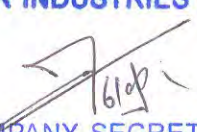
Particulars	Number of Members who casted their votes through remote e-voting and poll	No. of equity shares
Total Number of votes casted	124	6,97,14,461
Less : Invalid No. of votes casted	0	0
Valid No. of votes casted (Net)	124	6,97,14,461

Summary of Remote E-Voting and Poll:

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
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	Poll		5,38,281	0.78	5,38,281	0	100.00	0.00
Public- Institutional holders	E-Voting	7,04,457	0	0.00	0	0	0.00	0.00
	Poll		0	0	0	0	0.00	0.00
Public-Others	E-Voting	5,54,79,990	17,680	0.03	15,222	2,458	86.10	13.90
	Poll		11,25,113	2.03	11,25,113	0	100.00	0.00
Total		12,47,56,115	6,97,14,461	55.88	6,97,12,003	2,458	100.00	0.00

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Notes:

1. Voting rights on the shares transferred to the "Tilaknagar Industries Ltd-Unclaimed Suspense Account" are frozen;
2. The number of votes polled doesn't include invalid votes; and
3. The aforesaid Resolution has been passed with requisite majority.

ITEM NO. 5 - ORDINARY RESOLUTION

Appointment of Mr. Kishorekumar Ganpatrao Mhatre (DIN: 07527683) as an Independent Director

Proposed by: Mr. Bapurao Dagaji Chavan

Seconded by: Mr. Mayur Mahavir Mirikar

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, Schedule IV and all other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Kishorekumar Ganpatrao Mhatre (DIN: 07527683), who was appointed as an Additional Director (Non-Executive and Independent) of the Company by the Board of Directors with effect from June 09, 2016 in terms of Section 161(1) of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of the Director along with requisite deposit under Section 160 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company for a period of five consecutive years from June 09, 2016 up to June 08, 2021(both days inclusive), not liable to retire by rotation."

Mode of Voting: Remote E-voting and Poll Conducted at the AGM venue:

Particulars	Number of Members who casted their votes through remote e-voting and poll	No. of equity shares
Total Number of votes casted	124	6,97,14,461
Less : Invalid No. of votes casted	0	0
Valid No. of votes casted (Net)	124	6,97,14,461

Summary of Remote E-Voting and Poll:

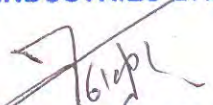
Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
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Promoter and Promoter Group	E-Voting	6,85,71,668	6,80,33,387	99.22	6,80,33,387	0	100.00	0.00
	Poll		5,38,281	0.78	5,38,281	0	100.00	0.00
Public- Institutional holders	E-Voting	7,04,457	0	0.00	0	0	0.00	0.00
	Poll		0	0	0	0	0.00	0.00
Public-Others	E-Voting	5,54,79,990	17,680	0.03	15,217	2,463	86.07	13.93
	Poll		11,25,113	2.03	11,25,113	0	100.00	0.00
Total		12,47,56,115	6,97,14,461	55.88	6,97,11,998	2,463	100.00	0.00

Notes:

1. Voting rights on the shares transferred to the "Tilaknagar Industries Ltd-Unclaimed Suspense Account" are frozen;
2. The number of votes polled doesn't include invalid votes; and
3. The aforesaid Resolution has been passed with requisite majority.


CHAIRMAN'S INITIALS

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For TILAKNAGAR INDUSTRIES LTD.


COMPANY SECRETARY

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ITEM NO. 6 - ORDINARY RESOLUTION

Determination of fees to be charged pursuant to Section 20 of the Companies Act, 2013 for service of document(s) in a particular mode

Proposed by: Mr. Mohan Kamalakar Patil

Seconded by: Mr. Bapurao Dagaji Chavan

"RESOLVED THAT pursuant to the provisions of Section 20 and all other applicable provisions of the Companies Act, 2013, the consent of the Company be and is hereby accorded to charge from the Member in advance, a sum equivalent to the estimated actual expenses of delivery of the document(s) through a particular mode, if any request has been made by such Member for delivery of such document(s) through such mode of service; provided such request along with the requisite fee has been duly received by the Company at least one week in advance of the dispatch of the document(s) by the Company;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to the abovementioned resolution."

Mode of Voting: Remote E-voting and Poll Conducted at the AGM venue:

Particulars	Number of Members who casted their votes through remote e-voting and poll	No. of equity shares
Total Number of votes casted	124	6,97,14,461
Less : Invalid No. of votes casted	0	0
Valid No. of votes casted (Net)	124	6,97,14,461

Summary of Remote E-Voting and Poll:

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	6,85,71,668	6,80,33,387	99.22	6,80,33,387	0	100.00	0.00
	Poll		5,38,281	0.78	5,38,281	0	100.00	0.00
Public- Institutional holders	E-Voting	7,04,457	0	0.00	0	0	0.00	0.00
	Poll		0	0	0	0	0.00	0.00
Public-Others	E-Voting	5,54,79,990	17,680	0.03	15,222	2,458	86.10	13.90
	Poll		11,25,113	2.03	11,25,113	0	100.00	0.00
Total		12,47,56,115	6,97,14,461	55.88	6,97,12,003	2,458	100.00	0.00

Notes:

1. Voting rights on the shares transferred to the "Tilaknagar Industries Ltd-Unclaimed Suspense Account" are frozen;
2. The number of votes polled doesn't include invalid votes; and
3. The aforesaid Resolution has been passed with requisite majority.

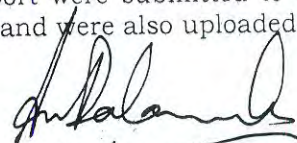
The Chairman, on the basis of the Consolidated Scrutinizer's Report, declared on September 16, 2016 that all the resolutions as set out in item nos. 1 to 6 of the AGM Notice had been duly passed by requisite majority.

The voting results alongwith the Consolidated Scrutinizer's Report were submitted to the Stock Exchanges i.e. BSE & NSE within the prescribed timelines and were also uploaded on the Company's and CDSL's website.

Place

Mumbai

Date of Entry : September 29, 2016



30/09/2016 CHAIRMAN

CHAIRMAN'S INITIALS

CERTIFIED TRUE COPY
For TILAKNAGAR INDUSTRIES LTD.

16/09/16
COMPANY SECRETARY