

TIL Limited

CIN : L74999WB1974PLC041725

Registered Office:

1, Taratolla Road, Garden Reach

Kolkata-700 024

Ph : 6633-2000, 6633-2845

Fax : 2469-3731/2143

Website : www.tilindia.in

14th March, 2026

The Manager,
Listing Department
National Stock Exchange of India Ltd., BSE Ltd.,
Exchange Plaza, C-1, Block - G,
Bandra Kurla Complex, Bandra (E),
Mumbai 400 051

The Secretary,
Listing Department
P.J. Towers,
Dalal Street, Fort,
Mumbai 400001.

Stock Code: TIL

Scrip Code: 505196

Dear Sir/Madam,

Sub: Proceedings of the Extraordinary General Meeting of TIL Limited ('the Company') held on 14th March, 2026

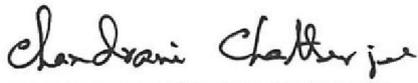
Pursuant to Regulation 30 read with Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (SEBI LODR), please find enclosed herewith a summary of the proceedings of the Extraordinary General Meeting of the Company held today, i.e., 14th March, 2026 at 11.30 a.m.

This is for your kind information and records.

Thanking you,

Yours faithfully,

For TIL LIMITED


CHANDRANI CHATTERJEE
COMPANY SECRETARY

Encl: As above

**PROCEEDINGS OF THE EXTRAORDINARY GENERAL MEETING OF TIL LIMITED
(‘THE COMPANY’) HELD ON SATURDAY, 14TH MARCH, 2026 AT 11.30. A.M.
THROUGH VIDEO CONFERENCE**

DIRECTORS PRESENT THROUGH VIDEO CONFERENCE (VC)

Mr. Sunil Kumar Chaturvedi	: Chairman & Managing Director
Mr. Amit Mukherjee	: Non-Executive Independent Director
Lt. Gen. N.B. Singh	: Non-Executive Independent Director
Ms. Saroj Punhani	: Non-Executive Independent Director
Mr. Alok Kumar Tripathi	: Director & President
Mr. Ayan Banerjee	: Director - Finance
Mr. Anurag Srivastava	: Non-Executive Director
Mr. Vijay Singh Chauhan	: Non-Executive Independent Director

IN ATTENDANCE

Ms. Chandrani Chatterjee : Company Secretary

PRESENT BY INVITATION

Ms. Rupanjana De : Scrutinizer, M/s. Rupanjana De & Co.

QUORUM OF AGM

58 shareholders present - Through VC

Mr. Sunil Kumar Chaturvedi, Chairman & Managing Director of the Company chaired the proceedings of the Meeting.

The Chairman called the meeting to order on ascertainment of requisite quorum.

The Chairman offered a hearty welcome to the Members of the Company and proceeded with the meeting.

With the consent of the Members present at the meeting, the Notice convening the EGM was taken as read.

Thereafter, the Chairman informed the Shareholders that the EGM of the Company has been arranged only through Video Conferencing mode and the Company has extended the facility of remote e-voting as well as e-voting at the EGM to all the Shareholders of the Company in respect of the resolutions to be passed at the EGM. The Company had engaged the services of NSDL for providing the e-voting facility to the shareholders. The remote e-voting commenced on Tuesday, 10th March, 2026 at 9.00 a.m and ended on Friday, 13th March, 2026 at 5.00 p.m.



Thereafter, the Chairman placed a detailed presentation before the Members regarding the rationale behind the proposed special business 1 of the Notice detailing prospects and opportunities behind the acquisition of Tulip Compression Pvt Ltd. and also the reason the Company proposing to increase its borrowing limit as under special business 2.

After his deliberation, he replied to the queries of some of the shareholders which were received via email regarding the business of the EGM.

Thereafter the Chairman read out all the resolutions, as per the Notice of the EGM dated 13th February, 2026 one by one:

1) AS A SPECIAL RESOLUTION:

Approval for Acquisition of Equity Share Capital in Tulip Compression Private Limited

“RESOLVED THAT pursuant to Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), Regulations 2(1)(zc), 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”), as amended, and other applicable laws, rules, and regulations, if any, the Company’s policy of related party transactions and subject to such approvals, consents, permissions, and sanctions as may be necessary from any governmental, statutory, or regulatory authorities and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee thereof) to acquire 60% of the equity share capital i.e. 37,90,250 equity shares of face value of Rs. 10/- each held by Gainwell Commosales Private Limited (a related party pursuant to Section 2(76) of the Act and Regulation 2(1)(zb) of SEBI LODR) in Tulip Compression Private Limited (CIN: U29036DL2017PTC313977), on such terms and conditions as set out in the Share Purchase Agreement.

RESOLVED FURTHER THAT the total consideration for the aforesaid acquisition shall be up to an amount of Rs. 119,01,38,500/- (Rupees One Hundred Nineteen Crores One Lakh Thirty Eight Thousand and Five Hundred Only), subject to such adjustments, escrow arrangements, working capital adjustments, or other conditions as may be agreed in terms of the Share Purchase Agreement(s).

RESOLVED FURTHER THAT the Share Purchase Agreement and all other transaction documents, including any amendments, schedules, certificates, filings, and ancillary documents required in connection with the acquisition, be and are hereby approved, with authority to make such modifications as may be considered necessary or expedient in the best interest of the Company.



RESOLVED FURTHER THAT any two of the following personnels:

- a) the Directors
- b) Chief Financial Officer and
- c) Company Secretary of the Company be and are hereby jointly authorized to:
 - i) negotiate, finalize, and execute the Definitive Agreement(s) and all related documents;
 - ii) determine final terms and conditions of the acquisition;
 - iii) make applications, filings, and intimations with regulatory authorities including the Registrar of Companies, Securities and Exchange Board of India, Stock Exchanges, Competition Commission of India, and any other statutory or regulatory authority, as may be required;
 - iv) do all such acts, deeds, matters, and things as may be necessary, desirable, or expedient to give effect to this resolution."

2) AS A SPECIAL RESOLUTION:

Enhancement of the Borrowing Limit of the Company under Section 180(1)(c) of the Companies Act, 2013

"**RESOLVED THAT** pursuant to the Section 180(1)(c) of the Companies Act, 2013 ("Act") read with all other applicable provisions of the Act and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company and approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company to borrow any sum or sums of money from time to time at their discretion from any Banks, Financial Institutions, etc., for the purpose of the business of the Company, wherein the money to be borrowed together with the moneys already borrowed by the Company, (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may exceed at any time, the aggregate of the paid-up capital of the Company and its free reserves (that is to say, reserves, not set apart for any specific purpose) upto a sum not exceeding Rs 600 crores (Rupees six hundred crores only), that the Board of Directors and/or its Committee be and is hereby empowered and authorized to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to the interest, repayment, security or otherwise as it may think fit, proper and expedient.

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

Thereafter, the Chairman requested the shareholders to cast their votes if they have not casted their votes earlier.

The Chairman then informed that Ms. Rupanjana De, Practicing Company Secretary, having Membership No. F7530 and COP No. 14492, was appointed as the Scrutinizer by the Board of Directors for conducting the remote e-voting and e-voting at the EGM in a fair and transparent manner.



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Thereafter, the Chairman informed the Members that the results of remote e-voting and e-voting at the EGM will be declared by 16th March, 2026 and the Consolidated Scrutinizer's Report will be displayed on the website of the Company at www.tilindia.in.

There being no other business to transact, the meeting concluded at 11.54 a.m., with a vote of thanks to the Chair.

