



The Tinplate Company of India Limited

May 19, 2023

The Secretary, Listing Department
B S E Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400001
Maharashtra, India
Scrip Code: 504966

The Manager, Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1
G Block, Bandra-Kurla Complex, Bandra (E)
Mumbai – 400051, Maharashtra, India
Scrip Code: TINPLATE

Dear Madam, Sir,

Subject: Postal Ballot Notice of The Tinplate Company of India Limited

We enclose herewith a copy of the Postal Ballot Notice of The Tinplate Company of India Limited (**'the Company'**) dated May 11, 2023, along with the Statement pursuant to the applicable provisions of the Companies Act, 2013 read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (**'Notice'**) for seeking approval of the Members of the Company on the resolutions forming part of the Postal Ballot Notice.

In compliance with the provisions of the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, and 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, Government of India, this Notice is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners-maintained by the Depositories as on **Friday, May 12, 2023 ('Cut-off date')**. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot.

The Company has engaged the services of National Securities Depository Limited (**'NSDL'**) to provide remote e-voting facility to its members. The remote e-voting period commences on Sunday, **May 21, 2023 at 9.00 a.m. (IST) and shall end on Monday, June 19, 2023 at 5.00 p.m. (IST)**. The e-voting module shall be disabled by NSDL thereafter. Voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on Cut-off date. Please note that communication of assent or dissent of the Members would only take place through the remote e-voting system. The instructions for remote e-voting are provided in the Notice.

The Members whose e-mail address is not registered with the Company/Depositories, to receive the Notice, may register their e-mail address with the Company's Registrar and Transfer Agent, TSR Consultants Private Limited, on or before 5:00 p.m. (IST) on **Friday, June 16, 2023**. The process for registration of e-mail address is provided in the enclosed Notice.

Registered Office 4 Bankshall Street Kolkata 700 001 India Tel 91 33 22435401 / 07 / 10 Fax 91 33 22204170

Works Golmuri Jamshedpur 831 003 India Tel 91 657 2342102

CIN No L28112WB1920PLC003606 www.tatatinplate.com

A TATA Enterprise



The Tinplate Company of India Limited

The Board of Directors of the Company has appointed Mr. A. K. Labh, Practicing Company Secretary (Membership No. FCS 4848 / CP - 3238) of M/s. A. K Labh & Co., Company Secretaries, Kolkata as the Scrutinizer to scrutinize the postal ballot process in a fair and transparent manner.

The Notice is also being made available on the website of the Company at www.tatatinplate.com and on the website of NSDL at www.evoting.nsdl.com .

This disclosure is being given pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

This is for your information and records.

Thanking You,

Yours faithfully,
THE TINPLATE COMPANY OF INDIA LIMITED

KAUSHIK SEAL
Digitally signed
by KAUSHIK SEAL
Date: 2023.05.19
16:58:27 +05'30'

(KAUSHIK SEAL)
COMPANY SECRETARY

Encl.



THE TINPLATE COMPANY OF INDIA LIMITED

A **TATA** Enterprise

Registered Office: 4, Bankshall Street, Kolkata - 700 001

Corporate Identification No. (CIN): L28112WB1920PLC003606

Works: Golmuri, Jamshedpur – 831 003.

Tel: (033) 2243 5407, **Fax:** (033) 2230 4170

Email: company.secretariat@tatatinplate.com, **Website:** www.tatatinplate.com

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, each as amended and applicable Circulars issued by the Ministry of Corporate Affairs, Government of India, from time to time.]

VOTING STARTS ON	VOTING ENDS ON
Sunday, May 21, 2023 at 9:00 a.m. (IST)	Monday, June 19, 2023 at 5:00 p.m. (IST)

Dear Members,

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') (including any statutory modification or re-enactment thereof for the time being in force) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') for holding Extra-ordinary general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021 and Circular No. 20/2021 dated December 8, 2021, 02/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 issue by MCA ('hereinafter' collectively refer to as 'MCA Circulars'), to transact the special businesses as set out hereunder by passing Ordinary/Special Resolution, as applicable, by way of postal ballot through e-voting.

Pursuant to Section 102, Section 110 and other applicable provisions of the Act, the statement pertaining to the said Resolutions setting out the material facts and the reasons / rationale thereof is annexed to this Postal Ballot Notice ('Notice') for your consideration and forms part of this Notice.

In compliance with the aforesaid MCA Circulars, The Tinsplate Company of India Limited ('Company' / 'TCIL') is sending this Notice only in electronic form to those Members whose e-mail addresses are registered with the Company/ Depositories. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would take place only through the remote e-voting system.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is providing remote e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot form physically. The Company has engaged the services of National Securities Depository Limited ('NSDL') for the purpose of providing remote e-voting facility to its Members. The instructions for remote e-voting are appended to this Notice. The Notice is also available on the website of the Company at www.tatatinplate.com

The Board of Directors of the Company appointed Mr. A. K. Labh, Practicing Company Secretary (Membership No. FCS 4848 / CP - 3238) of M/s. A. K Labh & Co., Company Secretaries, Kolkata, as the Scrutinizer for conducting the postal ballot process through e-voting in a fair and transparent manner.

Members desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice for casting of votes by remote e-voting not later than 5.00 p.m. (IST) Monday, June 19, 2023. The remote e-voting facility will be disabled by NSDL immediately thereafter. The results shall be declared on or before Wednesday, June 21, 2023, and communicated to the Stock Exchanges, where the equity shares of the Company are listed. The results will also be displayed on the Company's website at www.tatatinplate.com and on the website of NSDL at www.evoting.nsdl.com.

The Tinsplate Company of India Limited

SPECIAL BUSINESS:

Item No. 1: Appointment of Mr. Krishnava Dutt (DIN: 02792753) as an Independent Director

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT Mr. Krishnava Dutt (DIN: 02792753), who was appointed as an Additional Director (Non-Executive Independent) of the Company effective March 30, 2023, by the Board of Directors of the Company, in terms of Section 161 of the Companies Act, 2013 (**‘Act’**) read with related Rules (including any modification, amendment or re-enactment thereof) and Article 90 of the Articles of Association of the Company, and who is eligible for appointment and who has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149 and 152 of the Act, read with Schedule IV and other applicable provisions of the Act (including any statutory modification, amendment, or re-enactment thereof for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘SEBI Listing Regulations’**), as amended, and the Articles of Association of the Company, the appointment of Mr. Krishnava Dutt, who meets the criteria for independence as provided in Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, and who has submitted a declaration to that effect, and who is eligible for appointment, be and is hereby appointed, as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (Five) years commencing March 30, 2023 through March 29, 2028 (both days inclusive).

Item No. 2: Appointment of Mr. Prabhat Kumar (DIN: 08263070) as a Director

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT Mr. Prabhat Kumar (DIN: 08263070) who was appointed as an Additional Director (Non-Executive, Non-Independent) of the Company effective April 1, 2023 by the Board of Directors, in terms of section 161 and other applicable provisions, if any, of the Companies Act, 2013 (**‘Act’**) read with the Rules made thereunder (including any modification, amendment or re-enactment thereof) and Article 90 of the Articles of Association of the Company, and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

NOTES:

1. The relevant Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 (**‘Act’**) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (**‘Rules’**), each as amended, setting out the material facts relating to the aforesaid Resolution and the reasons thereof is annexed hereto and forms part of this Postal Ballot Notice (**‘Notice’**).
2. In terms of the MCA Circulars, the Company is sending this Notice ONLY in electronic form to those members whose names appear in the Register of Members/ List of Beneficial Owners as received by the Company from the Depositories/TSR Consultants Private Limited, the Company’s Register and Transfer Agent (**‘RTA’**), as on Friday, May 12, 2023 (**“Cut-Off Date”**) and whose e-mail addresses are registered with the Company / RTA / Depositories / Depository Participants or who will register their email address in accordance with the process outlined in this Notice. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date i.e., on Friday, May 12, 2023.
3. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through postal ballot by remote e-voting. A person who is not a Member on the Cut-Off Date should treat this Notice for information purposes only.

It is however, clarified that all Members of the Company as on the Cut-Off Date [including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/ RTA/ Depositories/Depository Participants (DP)] shall be entitled to vote in relation to the aforementioned Resolutions in accordance with the process specified in this Notice.
4. In compliance with the provisions of Section 108 and Section 110 of the Act read with Rules 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations, SS-2 and the MCA Circulars, the Company is pleased to provide remote e-voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to remote e-voting is mentioned in Note No. 14 of this Notice.
5. The remote e-voting shall commence on **Sunday, May 21, 2023 at 9.00 a.m. (IST)** and shall end on **Monday, June 19, 2023 at 5.00 p.m. (IST)**. During this period, Members of the Company holding shares in physical or electronic form as on the Cut – Off Date may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter.

6. The Board of Directors has appointed Mr. A. K. Labh, Practicing Company Secretary (Membership No. FCS 4848 / CP - 3238) of M/s. A. K Labh & Co., Company Secretaries, Kolkata as the Scrutinizer to scrutinize the postal ballot process in a fair and transparent manner.
7. The Scrutinizer will submit his report to the Chairman or any other person authorised by him, after scrutiny of the votes cast, on the result of the Postal Ballot on or before **Wednesday, June 21, 2023**. The Scrutinizer's decision on the validity of votes cast will be final.
8. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website at www.tatatinplate.com and on the website of NSDL at www.evoting.nsdl.com immediately after the result is declared by the Chairman or any other person authorised by him and the same shall be communicated to the Stock Exchanges, where the equity shares of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.
9. The Resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for voting i.e. **Monday, June 19, 2023**.
10. Members may download the Notice from the Company's website at www.tatatinplate.com or from NSDL's website at www.evoting.nsdl.com. A copy of the Notice is also available on the website of BSE at www.bseindia.com and NSE at www.nseindia.com.
11. The vote in this Postal Ballot cannot be exercised through proxy.
12. Members desirous of inspecting the documents referred to in the Notice or Explanatory Statement may send their requests to company.secretariat@tatatinplate.com from their registered e-mail addresses mentioning their names, folio numbers, DP ID and Client ID between the period Sunday, May 21, 2023 to Monday, June 19, 2023.
13. Process for Registration of e-mail addresses:

A. One-time registration of e-mail address with RTA for receiving the Notice and casting votes electronically:

To facilitate members to receive this Notice electronically, the Company has made special arrangements with its Registrar and Transfer Agent, TSR Consultants Private Ltd (TCPL) for registration of e-mail addresses in terms of MCA circulars. Eligible Members who have not registered their e-mail addresses with the RTA, are required to provide the same to RTA on or before 05:00 p.m. (IST) **Friday, June 16, 2023**.

B. Process to be followed for one-time registration of e-mail address (for shares held in physical form or in electronic form) is as follows:

- a) Visit the link: https://tcpl.linkintime.co.in/EmailReg/email_register.html
- b) Select the Name of the Company from dropdown i.e. The Tintplate Company of India Limited.
- c) Enter details in respective fields such as DP ID & Client ID (if shares held in electronic form)/Folio Number and Certificate no. (if shares held in physical form), Shareholders names, PAN, mobile number and e-mail ID.
- d) System will send One Time Password ('OTP') on Mobile and Email Id.
- e) Enter the OTP received on Mobile and Email Address.

After successful submission of the e-mail address, NSDL will e-mail a copy of this Notice along with the e-Voting user ID and password. If you are an Individual shareholder holding securities in demat mode you are requested to refer to the log in method explained at step 1 (A) below i.e. Log in method for e-voting for individual shareholders holding securities in demat mode. In case of any queries, Members may write to csg-unit@tcplindia.co.in or evoting@nsdl.co.in

C. Registration of e-mail addresses permanently with the Company / DP:

Members are requested to register the e-mail address with their concerned DPs, in respect of electronic holding and in respect of physical holding, please visit <https://tcplindia.co.in/client-downloads.html> to know more about the registration process. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/updated with their DPs / RTA to enable servicing of notices / documents / Annual Reports and other communications electronically to their e-mail address in future.

14. PROCESS TO CAST VOTES THROUGH REMOTE E-VOTING

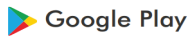
The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on 'e-voting facility provided by Listed Companies', e-voting process has been enabled to all the Individual demat account holders, by way of single log-in credential, through their demat accounts/websites of Depositories / DPs to increase the efficiency of the voting process. Individual demat account holders would be able to cast their votes without having to register again with the e-voting service provider ('ESP') thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Shareholders are advised to update their mobile number and e-mail ID in their demat accounts in order to access e-voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	A. NSDL IDEAS facility If you are already registered, follow the below steps: 1. Visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a personal computer or on a mobile. 2. Once the home page of e-Services is launched, click on the 'Beneficial Owner' icon under 'Login' which is available under 'IDEAS' section. 3. A new screen will open. You will need to enter your User ID and Password. After successful authentication, you will be able to see e-voting services under Value Added Services section. 4. Click on 'Access to e-voting' appearing on the left-hand side under e-voting services and you will be able to see e-voting page. 5. Click on options available against Company name or e-voting service provider – NSDL and you will be re-directed to NSDL e-voting website for casting your vote during the remote e-voting period. If you are not registered, follow the below steps: a. Option to register is available at https://eservices.nsdl.com b. Select 'Register Online for IDEAS' Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp c. Please follow steps given in points 1-5 B. e-voting website of NSDL 1. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a personal computer or on a mobile phone. 2. Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholder/Member' section. 3. A new screen will open. You will need to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. 4. After successful authentication, you will be redirected to NSDL website wherein you can see e-voting page. Click on options available against Company name or e-voting service provider – NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period. C. Shareholders/Members can also download NSDL Mobile App 'NSDL Speede' facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on    

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	- Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. - After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. - If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. - Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	- You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. - Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. - Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use 'Forget User ID' and 'Forget Password' option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

The Tinline Company of India Limited

Alternatively, if you are registered for NSDL eservices i.e. IDeAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***.

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow the detailed procedure with respect to registration of email addresses as mentioned in note no. 13 of this Notice.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- Click on "**Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company, which is 123940 for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to upload their Board Resolution/Power of Attorney/ Authority Letter by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab on this screen or send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to aklabhcs@gmail.com with a copy marked to evoting@nsdl.co.in

Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call at 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Amit Vishal, Senior Manager or Ms. Pallavi Mhatre, Manager at evoting@nsdl.co.in or or at NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013.

By Order of the Board of Directors

Sd/-
Kaushik Seal

Company Secretary
Membership No. ACS 21647

May 11, 2023
Kolkata

Registered Office:

4, Bankshall Street
Kolkata - 700001

Tel: +91-33-2243 - 5401

Fax: +91-11- 2230 4170

CIN: L28112WB1920PLC003606

Website: www.tatatinplate.com

Email: company.secretariat@tatatinplate.com

The Tinline Company of India Limited

STATEMENT PURSUANT TO SECTION 102(1) AND 110 OF THE COMPANIES ACT, 2013 ("ACT")

The following Statement sets out all material facts relating to Item No 1 and 2 mentioned in the accompanying Notice:

Item No. 1

Based on the recommendation of the Nomination and Remuneration Committee ('NRC'), the Board of Directors ('the Board'), on March 30, 2023, in terms of Section 161 of the Companies Act, 2013 ("the Act") appointed Mr. Krishnava Dutt (DIN: 02792753) as an Additional Director (Non-executive Independent) of the Company effective March 30, 2023.

Further, based on the recommendations of the NRC and subject to the approval of the Members, the Board, in accordance with the provisions of Section 149 read with Schedule IV to the Act, and Regulation 16 of the SEBI Listing Regulations, appointed Mr. Dutt as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 years commencing from March 30, 2023 through March 29, 2028 (both days inclusive).

Mr. Krishnava Dutt is the Founder and Managing Partner of Argus Partners and sits on the executive committee, which advises the Firm on various strategic initiatives. He has led the Firm from its inception in 2009, now with offices in Mumbai, Delhi, Bangalore, and Kolkata. He advises some of the largest corporate houses and their Boards on various matters including corporate governance and Board responsibility. Mr. Dutt has been the lead adviser in some of the largest and most complex M&A and financing transactions. He is regularly sought out by CEOs, CFOs, GCs, and legal heads of large multinational corporations, government agencies, and funds for his unique mix of in-depth knowledge of law and regulatory matters, coupled with a very keen understanding of finance, accounts, and business issues. He has been consistently recognised for building Argus Partners into a leading national-level firm. Mr. Dutt has been consistently awarded among the top corporate lawyers in the country in various national and international publications.

The Board noted that Mr Dutt's skills, background and experience are aligned to the role and capabilities of a Director and that Mr Dutt is eligible for appointment as an Independent Director. The Board was satisfied that the appointment of Mr. Dutt is justified due to his rich experience in corporate legal practice and his experience of serving on the Boards of various public limited companies and Indian listed companies.

The Company has received Notice from a Member in writing under Section 160(1) of the Act proposing his candidature for the office of Director. The Company has also received from Mr. Dutt (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) Intimation in Form DIR-8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act, (iii) a declaration to the effect that he meets the criteria of independence as provided under Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1) (b) of SEBI Listing Regulations, and (iv) a declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018 and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018, that he has not been debarred from holding office of a Director by virtue of any Order passed by Securities and Exchange Board of India or any other such authority.

Further, Mr. Dutt has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company. Mr. Dutt has confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

The profile and specific areas of expertise of Mr. Dutt and other relevant information as required under SEBI Listing Regulations and Secretarial Standards are provided as annexure to this Notice.

In the opinion of the Board, Mr. Dutt is a person of integrity, fulfils the conditions specified in the Act read with the Rules thereunder and the SEBI Listing Regulations for his appointment as an Independent Director of the Company.

The terms and conditions of appointment of Mr. Dutt as an Independent Director would be made available for inspection to the Members on sending a request along with their DP/Client ID or Folio No. from their registered e-mail address to the Company at company.secretariat@tatatinline.com. Alternatively, the documents will also be made available at the Registered Office of the Company during office hours on all working days from the date of dispatch until the last date of e-voting.

None of the directors and/or Key Managerial Personnel of the Company and/or their respective relatives, except Mr. Krishnava Dutt, to whom the resolution relates, are concerned or interested, in the Resolution mentioned at Item No.1 of the Notice.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of the Listing Regulations, the approval of the Members is sought for the appointment of Mr. Dutt as Independent Director of the Company, as a special resolution as set out above.

The Board recommends the Special Resolution at Item No. 1 of the Notice for approval of the Members.

Item No. 2

Based on the recommendation of the Nomination and Remuneration Committee (NRC), the Board of Directors (the Board), on April 1, 2023, in terms of Section 161 of the Companies Act, 2013, ('Act') and applicable rules, read with Article 60 of the Articles of Association of the Company, appointed Mr. Prabhat Kumar (DIN: 08263070) as an Additional Director (Non-Executive, Non-Independent) effective from the April 1, 2023.

Mr Prabhat Kumar is the Vice President - Flat Products, Marketing and Sales, at Tata Steel Ltd (Tata Steel). He has held multiple leadership roles across functions in the Tata Steel since 2008. Before taking on his current role, Mr Kumar was Principal Executive Officer to CEO & MD, Tata Steel. He has been instrumental in developing strategies for automotive and construction market segments. Mr Kumar oversaw the launch of several new products to cater to changing market needs. He has rich experience in techno-commercial functions.

Mr Kumar is a Mechanical Engineer from B.I.T Sindri and has more than 32 years of rich experience in Tata Steel and holds a Post Graduate Diploma in Business Management from XLRI, Jamshedpur. He has also completed CEDEP General Management Program at INSEAD, France. He joined Tata Steel Jamshedpur as a Graduate Trainee in 1990. In addition, he is part of the Profit Centre Councils in Tata Steel and is also a Member of the Board of Directors of subsidiary companies of Tata Steel.

A notice has been received from a Member as required under Section 160(1) of the Act, proposing Mr. Prabhat Kumar as a candidate for the office of Director of the Company. Mr. Kumar, once appointed will be liable to retire by rotation and will be subject to the Company's Policy on Retirement of Directors. The Company has also received from Mr. Kumar (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014; (ii) Intimation in Form DIR-8 in terms of the Companies (Appointment and Qualifications of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act and (iii) Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/CML/2018/24 dated June 20, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by Securities and Exchange Board of India or any other such authority.

The Board noted that Mr Kumar has rich experience across Marketing & Sales of both Flat and Long Products, held multiple leadership roles in Tata Steel getting deep exposure to the core business, managing stakeholders and high-level management. Hence, the Board found him suitable to join the Board of the Company.

Taking into account the valuable experience of Mr Prabhat Kumar and based on the recommendation of the NRC the Board considers the appointment of Mr Prabhat Kumar as a Director. Mr Kumar's directorship in the Company will immensely benefit the Company. The profile and specific areas of expertise of Mr Kumar and other relevant information as required under SEBI Listing Regulations and Secretarial Standards are provided as annexure to this Notice.

None of the Directors and/or Key Managerial Personnel of the Company and/or their respective relatives, except Mr. Prabhat Kumar, to whom the resolution relates, are concerned or interested, in the Resolution mentioned at Item No. 2 of the Notice.

The Board recommends the Resolution set forth in Item No. 2 for the approval of the Members

By Order of the Board of Directors

Sd/-
Kaushik Seal

Company Secretary
Membership No. ACS 21647

May 11, 2023
Kolkata

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Kolkata - 700001
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Website: www.tatatinplate.com

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The Tinline Company of India Limited

Annexure to the Notice

Details of the Directors seeking appointment pursuant to Regulation 36(3) of the SEBI Listing Obligations and Disclosure Requirements Regulations, 2015, and Secretarial Standard 2 on General Meetings

PROFILE OF MR. KRISHNAVA DUTT (DIN: 02792753)



Mr. Krishnava Dutt (48) is a Corporate Lawyer. Mr Dutt is the Founder and Managing Partner of Argus Partners and sits on the executive committee, which advises the Firm on various strategic initiatives. He has led the Firm from its inception in 2009, now with offices in Mumbai, Delhi, Bangalore, and Kolkata. He advises some of the largest corporate houses and their Boards on various matters including corporate governance and Board responsibility. Mr. Dutt has been the lead adviser in some of the largest and most complex M&A and financing transactions. He is regularly sought out by CEOs, CFOs, GCs, and legal heads of large multinational corporations, government agencies, and funds for his unique mix of in-depth knowledge of law and regulatory matters, coupled with a very keen understanding of finance, accounts, and business issues. He has been consistently recognised for building Argus Partners into a leading national-level firm. Mr. Dutt has been consistently awarded among the top corporate lawyers in the country in various national and international publications.

Particulars of experience, attributes or skills that qualify the candidate for Board Membership

Mr Dutt has varied experience in Corporate Commercial Practice, Mergers and Acquisitions, Private Equity, Banking and Finance, Commercial Disputes. Considering the rich experience of Mr Dutt, his appointment will add significant value and strength to the Board.

Skills and capabilities required for the role and the manner in which Mr Krishnava Dutt meets such requirements

The NRC had identified, amongst others, his expertise in the areas of leadership, law and regulatory matters, strategy, finance, accounts, governance and government/regulatory affairs, as the skills and capabilities for the role. Mr Dutt is one of the top Corporate lawyers in the Country and has been adviser to some of the largest M&A and financing transactions

Terms and conditions of appointment

Mr. Dutt will serve for a term of 5 (Five) years commencing March 30, 2023 through March 29, 2028 (both days inclusive).

Board Meetings Attended and Remuneration

Mr. Dutt was appointed on the Board of Directors of the Company effective March 30, 2023. Post his appointment, one meeting each of the Board of Directors and Audit Committee were held on April 27, 2023. However, due to unavoidable circumstances Mr Dutt could not attend the said meetings. Mr. Dutt will be paid a sitting fee of Rs 20,000/- per meeting for attending Board Meeting / Committee Meetings. Mr. Dutt is eligible for profit related commission, as may be approved by the Board, based on the recommendation of the NRC

Disclosure of Relationship inter-se between Directors, Manager and other Key Managerial Personnel

There is no inter-se relationship between Mr. Krishnava Dutt, other Members of the Board and Key Managerial Personnel of the Company.

Shareholding in the Company:

Mr. Krishnava Dutt does not hold any equity shares of the Company.

Bodies Corporate (other than The Tinline Company of India Limited) in which Mr. Krishnava Dutt holds Directorships and Committee positions:

Directorships (Indian Listed Companies)

- Tata Metaliks Limited
- Balrampur Chini Mills Limited
- TRF Limited

Directorships (Indian unlisted Companies)

- Macmet Engineering Limited

Chairperson of Board Committees:

Tata Metaliks Limited:

- Audit Committee

- Risk Management Committee

Balrampur Chini Mills Limited:

- Stakeholders Relationship Committee

TRF Limited:

- Audit Committee

Member of Board Committees:

Tata Metaliks Limited:

- Nomination and Remuneration Committee

Balrampur Chini Mills Limited:

- Audit Committee
- Risk Management Committee

Listed Entities from which Mr. Krishnava Dutt has resigned as Director in past 3 years : None

The Tinsplate Company of India Limited

PROFILE OF MR. PRABHAT KUMAR (DIN: 08263070)



Mr Prabhat Kumar (55) is the Vice President - Flat Products, Marketing and Sales, at Tata Steel Ltd (Tata Steel). He has held multiple leadership roles across functions in the organisation since 2008 getting deep exposure to the core business, managing stakeholders and high-level management. Before taking on his current role, Mr Kumar was Principal Executive Officer to CEO & MD, Tata Steel. He has rich experience across Marketing & Sales of both Flat and Long Products and has been instrumental in developing strategies for automotive and construction market segments. Mr Kumar oversaw the launch of several new products to cater to changing market needs. He has rich experience in techno-commercial functions.

Mr Kumar is Mechanical Engineer from B.I.T Sindri and has more than 32 years of rich experience in Tata Steel and holds a Post Graduate Diploma in Business Management from XLRI, Jamshedpur. He has also completed CEDEP General Management Program at INSEAD, France. He joined Tata Steel Jamshedpur as a Graduate Trainee in 1990. In addition, he is part of the Profit Centre Councils in Tata Steel and is also a Member of the Board of Directors of subsidiary companies of Tata Steel.

Particulars of experience, attributes or skills that qualify the candidate for Board Membership

Mr Prabhat Kumar has rich experience in Marketing & Sales of both Flat and Long Products. He has been in full-time employment with Tata Steel in techno commercial role.

Board Meetings Attended and Remuneration

Mr Prabhat Kumar was appointed as an Additional Director with effect from 1st April 2023 and had attended one Board Meeting and one Corporate Social Responsibility and Sustainability Committee meeting held post his appointment. As per the internal guidelines of the Company no sitting fees or commission will be paid to Non-Executive Directors who are in full time employment with any other Tata Company. Hence Mr Kumar will not be entitled to any sitting fees or commission from the Company.

Disclosure of Relationship inter-se between Directors, Manager and other Key Managerial Personnel

There is no inter-se relationship between Mr. Prabhat Kumar, other Members of the Board and Key Managerial Personnel of the Company.

Shareholding in the Company:

Mr. Prabhat Kumar does not hold any equity shares of the Company.

Bodies Corporate (other than The Tinsplate Company of India Limited) in which Mr. Prabhat Kumar holds Directorships and Committee positions:

Directorships (Unlisted Indian Companies):

- Himalaya Steel Mills Limited
- Tata Steel Downstream Products Limited
- Jamshedpur Continuous Annealing and Processing Co. Private Limited
- Tata Blue Scope Steel Private Limited

Chairperson of Board Committees:

Jamshedpur Continuous Annealing and Processing Co. Private Limited

- Nomination and Remuneration Committee

Member of Board Committees:

Jamshedpur Continuous Annealing and Processing Co. Private Limited

- Audit Committee

Listed Entities from which Mr. Prabhat Kumar has resigned as Director in past 3 years:

Tata Pigments Limited