TERAI TEA CO LTD - AGM Attended and Voting Summary

Format for Voting Result

Date of the AGM	September 30,2019
Total Number of Shareholders on record date	1504
No. of shareholders present in the meeting either in person	
or through proxy:	,
Promoter & Promoter group	UI
Public	94
Total	99
No. of shareholders attended the meeting through Video	N.A.
Conferencing	
Promoter & Promoter group	
Public	
Total	<i>\</i>

Agenda- wise disclosure (to be disclosed separately for agenda item) 1. | To receive, con

			٠,		٤.			
100.00000	1	0	6087199	88.485/3	0007133			
100.00000	1(0	984099	55.404/0	6087100	6879300		Total
	N.A.	N.A.		0.00000 N.A.	-		Total	
100.00000	Į.	c	,	0 0000	N.A.		Postal Ballot (if applicable)	
100.00000	1		33	0.00310	55		Poll	Institution
			000000	55,40160	984044	1776200	E-Vote	Public - Non
	N.A.				0		lotal	
		0	2	N.A.			Postal Ballot (if applicable)	noiders
		0			0		Poll	Institutional
100.00000		0	COTENTE	100.0000	0	0	E-Voting	Public -
	N.A.		5100100	100 00000 N.A.	5103100		Total	
		C		0.0000	N.A.		Postal Ballot (if applicable)	Group
100.00000			0	0.0000	0		Poll	Promoter
			5103100	100,00000	5103100	5103100	E-Voting	Promoter &
2)]*10	polled (6)=[(4)/(2)]*100			(3)=[(2)/(1)]*100				
s in votes	% of votes in favour on votes	No of votes against (5)	favour (4) against (5)	on outstanding	polled (2)			
				% of votes polled	No. of votes	No. of shares	Mode of Voting	Category
,						rested in the	whether promoter/promoter group are interested in the agenda/resolution?	agenda/resolution?
ncial ,	for the financial year ended on 31st	f the Company I rs thereon.	ial Statements of rts of the Audito	b) The Audited Consolidated Financial Statements of the Company for March, 2019together with the Reports of the Auditors thereon.	b) The Audited March, 2019to			Whothor
cial y	r the financ	he Company fo. Auditors thereo	l Statements of t of Directors and	The Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2019 with the Reports of the Board of Directors and Auditors thereon.	a) The Audited 2019 with the			



			To Re-appoint! herself for re-a	To Re-appoint Smt. Shashikala Agarwala (DIN No: 00260: herself for re-appointment as Director of the Company."	wala (DIN No: 00 or of the Compa)260171) who ri iny."	To Re-appoint Smt. Shashikala Agarwala (DIN No: 00260171) who retires by rotation, and being eligible, offers herself for re-appointment as Director of the Company."	l being eligible, offer
Whether promoter/ agenda/resolution?	Whether promoter/promoter group are interested in the agenda/resolution?	rested in the						
Category	Mode of Voting	No of shares	No of votos	0/ 04				
Carcbol	אוממים מו	held (1)	polled (2)	% of votes polled on outstanding	favour (4) against (5)	No of votes against (5)	% of votes in favour on votes	% of votes against on votes polled
		<i>A</i>		snares (3)=[(2)/(1)]*100			polled (6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter &	E-Voting	5103100	5103100	100.00000	5103100	0	100.00000	
Promoter	Poll		0	0.00000	0	0		
Group	Postal Ballot (if applicable)	'	N.A.	0.00000 N.A.		N.A.	N.A.	N.A
	Total		5103100	100.00000	5103100	0		
Public -	E-Voting	0	0		0	0		
Institutional	Poll		0		0			
holders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N A	2 0
	Total		0		0	0		
Public - Non	E-Vote	1776200	984044	55.40160	984044	0	100 0000	
Institution	Poll		55	0.00310	55	0		
	Postal Ballot (if applicable)		N.A.	0.00000 N.A		N.A.	N.A.	Z
	Total		984099	55.40470	984099	0	100.00000	
lotal		6879300	6087199	88.48573	6087199	0		0.00000



3.			"Re-appointme	nt of Mr. Ajit Kumar	Agarwala (DIN: C)0265775) as a N	"Re-appointment of Mr. Ajit Kumar Agarwala (DIN: 00265775) as a Managing Director of the Company"	the Company"
Whether promoter/agenda/resolution?	Whether promoter/promoter group are interested in the agenda/resolution?	ested in the						
Category	Mode of Voting	→ 1	No. of votes	% of votes polled	ši	No of votes	of votes in	% of votes against
		held (1)	polled (2)	on outstanding shares	favour (4)	against (5)	favour on votes	on votes polled (7)=[(5)/(2)]*100
		A.		(3)=[(2)/(1)]*100			=[(4)/(2)]*100	
Promoter &	E-Voting	5103100	5103100	100.00000	5103100		100 0000	
Promoter	Poll		0					
Group	Postal Ballot (if applicable)		N.A.	A.N 00000.0	N.A.	N.A.	N.A.	N.A.
	Total		5103100	100.00000	5103100	0	100.00000	
Public -	E-Voting	0	0		0	0		
Institutional	Poll		0		0	0		
holders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non	E-Vote	1776200	984044	55.40160	984044	0	100.00000	
Institution	Poll		455	0.02560	55	400	12.08790	87.91210
	Postal Ballot (if applicable)		N.A.	0.00000 N.A.	N.A.	N.A.		N.A.
	Total		984499	55.42730	984099	400	99.95940	0.04060
Total		6879300	6087599	88.49155	6087199	400	99.99343	0.00657



			"Re-appointme	"Re-appointment of Mr. Jayant Kumar Natwarlal Raja (DIN: 06884343) a:	ar Natwarlal Raj	a (DIN: 0688434	3) as an Independent Director.	t Director.
Whether promoter/ agenda/resolution?	Whether promoter/promoter group are interested in the agenda/resolution?	ested in the						
Category	Mode of Voting	No. of shares	No. of votes polled (2)	% of votes polled on outstanding	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes	% of votes against on votes polled
				shares		ć		(7)=[(5)/(2)]*100
				(-) ((-)) (-))			10, 11, 11, 11, 12, 12, 12, 12, 12, 12, 12	
Promoter &	E-Voting	5103100	5103100	100.00000	5103100	0	100.00000	
Promoter	Poll		0	0.00000	0	0		
Group	Postal Ballot (if applicable)		N.A.	0.00000 N.A	N.A.	N.A.	N.A.	N.A.
	Total		5103100	100.00000	5103100	0	100.00000	
Public -	E-Voting	0	0		0	0		
Institutional	Poll		0		0	0		
holders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non	E-Vote	1776200	984044	55.40160	984044	0	100.00000	
Institution	Poll		455	0.02560	55	400	12.08790	87.91210
	Postal Ballot (if applicable)		N.A.	0.00000 N.A.	N.A.	N.A.	N.A.	N.A.
	Total		984499	55.42730	984099	400	99.95940	0.04060
Total		6879300	6087599	88.49155	6087199	400	99.99343	0.00657



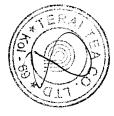
			"Re-appointme	ent of Mr. Milan Krisr	na Sarkar (DIN: ()5272885) as an	"Re-appointment of Mr. Milan Krisna Sarkar (DIN: 05272885) as an Independent Director."	or."
Whether promoter/ agenda/resolution ?	Whether promoter/promoter group are interested in the agenda/resolution?	rested in the						
Category	Mode of Voting	No. of shares	No. of votes	% of votes polled	Nad			0
		held (1)	polled (2)	on outstanding	favour (4) against (5)	No of votes against (5)	% of votes in	155
		4		shares			polled	(7)=[(5)/(2)]*100
							(o)=((4)/(2)]*100	
Promoter &	E-Voting	5103100	5103100	100.00000	5103100			
Promoter	Poll		0	0,0000			100.00000	
Group	Postal Ballot (if applicable)		N.A.	0,0000				
	Total		5103100	100 0000 N.A.	N.A.	N.A.	N.A.	N.A.
Public -	E-Voting	0	0	OOOOOOT	5103100	0	100.00000)
Institutional	Poll				0	0		
holders	Postal Ballot (if applicable)				0	0		
	Total			N.A.	N.A.	N.A.	N.A.	N.A
Public - Non	E-Vote	1776200			0	0		
Institution	Poll	17/0200	984044	55.40160	984044	0	100 0000	
	Postal Ballactic		455	0.02560	55	400	12 08700	
	Tostal ballot (if applicable)		N.A.	0.00000 N.A.			12.00/30	
	Total		984499	55 42730	004000			N.A.
iotal		6879300	6087599	00 40455	20402	400	99.95940	0.04060
				00.49155	6087199	400	99.99343	0.00657



6.			"Re-appointmer	"Re-appointment of Mr. Hemant Kumar Agarwal (DIN: (02308200) as an	nar Agarwal (Di	N: (02308200) a	s an Independent Director."	ector."
Whether promoter/agenda/resolution?	Whether promoter/promoter group are interested in the agenda/resolution $\ref{eq:constraint}$	ested in the						
Category	Mode of Voting	No. of shares	No. of votes	% of votes polled on outstanding	No.of votes in No of votes favour (4) against (5)	No of votes against (5)	% of votes in favour on votes	% of votes against on votes polled
		· (1)		shares		0		(7)=[(5)/(2)]*100
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	
Promoter &	E-Voting	5103100	5103100	100.00000	5103100	0	100.00000	
	Poll		0	0.0000.0	0	0		
Group	Postal Ballot (if applicable)	-	N.A.	0.00000 N.A	N.A.	N.A.	N.A.	N.A.
	Total		5103100	100.00000	5103100	0	100.00000	
Public -	E-Voting	0	0		0	0		
Institutional	Poll		0		0	0		
holders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non	E-Vote	1776200	984044	55.40160	984044	0	100.00000	
Institution	Poll		455	0.02560	55	400	12.08790	
	Postal Ballot (if applicable)		N.A.	0.00000 N.A.	N.A.	N.A.	N.A.	N.A.
	Total		984499	55.42730	984099	400	99.95940	
Total		6879300	6087599	88 49155	6087199	400	57266 66	-



7.			"Approval of th	e Remuneration pay	able to Cost Aud	itors of the Com	"Approval of the Remuneration payable to Cost Auditors of the Company, for the Financial Year 2019-20."	al Year 2019-20."
Whether promoter/ agenda/resolution?	Whether promoter/promoter group are interested in the agenda/resolution?	ested in the						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares	No.of votes in No of votes favour (4) against (5)	No of votes against (5)	% of votes in favour on votes polled	% of votes against on votes polled (7)=[(5)/(2)]*100
				(3)=[(2)/(1)]*100)/(2)]*100	(/)=[(5)/(c)]=(/)
Promoter &	E-Voting	5103100	5103100	100.00000	5103100	0	100.00000	
Promoter	Poll		0	0.00000	0	0		
Group	Postal Ballot (if applicable)		N.A.	0.00000 N.A.	N.A.	N.A.	N.A.	N.A.
	Total		5103100	100.00000	5103100	0	100.00000	
Public -	E-Voting	0	0		0	0		
Institutional	Poll		0		0	0		
holders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N A
	Total		0		0	0		
Public - Non	E-Vote	1776200	984044	55.40160	984044	0	100.00000	
Institution	Poll		455	0.02560	55	400	12.08790	87.91210
	Postal Ballot (if applicable)		N.A.	0.00000 N.A	N.A.	N.A.		N.A.
	Total		984499	55.42730	984099	400	99.95940	0.04060
lotal		6879300	6087599	88.49155	6087199	400	99.99343	0.00657



CONSOLIDATED SCRUTINIZER'S REPORT

(Voting through Remote e-voting, and voting at the Annual General Meeting venue through ballot paper)

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014]

Τo,

The Chairman of the 46th Annual General Meeting (AGM) of the Members of Terai Tea Company Limited (CIN: L51226WB1973PLC029009), held on Monday, the 30th day of September, 2019 at 10:30 A.M.,at the registered office at 10 Government Place (East) 1st Floor, Kolkata-700069.

Dear Sir,

- I, Mohan Ram Goenka, a Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner of M R & Associates, was duly appointed as a Scrutinizer by the Board of Directors of Terai Tea Company Limited (the Company) for the purpose of Scrutinizing the process of voting through Remote e-voting and voting at the venue of Annual General Meeting through ballot paper under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
- 2. The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through Remote evoting and voting at the Annual General Meeting venue through ballot paper for the resolutions proposed in the Notice of 46th Annual General Meeting of the Members of the Company dated August 14, 2019. My responsibility as a Scrutinizer for the process of voting through Remote e-voting and evoting at the venue of Annual General Meeting through ballot paper 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 of the 46th AGM of the Company, based on the report provided by Central Depository Services Limited (CDSL), the agency engaged by the Company to provide e-voting facility for voting through electronic means.
- 3. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting facility was kept open from September 27th, 2019 (10:00 a.m.) till 29^h September, 2019 (5:00 p.m.) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by Central Depositors Services Limited (CDSL).

Our Office :

46, B. B. Ganguly Street, 4th Floor R. No.: 6, Kolkata 700012,

E Mail: goenkamohan@hotmail.com goenkamohan@gmail.com Mobile No.9831074332

Company

Phone No : 2237 9517

- 4. The Members holding equity shares as on the "cut-off date" i.e. September 23, 2019 were entitled to vote on the resolutions proposed in the Notice calling the 46th Annual General
- 5. At the end of the remote e-voting period on 29th September, 2019 (5:00 P.M.), the voting portal of the service provider was blocked forthwith.
- 6. After transacting the business at the meeting, the Chairman ordered for voting at the AGM venue through ballot paper for those Members who could not cast their vote through remote e-voting with the assistance of the Scrutinizer.
- 7. Immediately after the conclusion of voting at the venue of the AGM on the 29^{th} day of September, 2019, the votes cast at the venue were counted, thereafter the votes cast through remote e-voting were unblocked in the presence of Ms. Tanvee and Ms. Sneha Khaitan who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
- 8. Thereafter, the details containing inter alia, list of the Members, who voted "for" or "against" on each of the resolution that were put to vote, were derived from the report generated from the e-voting website of Central Depository Services Limited (CDSL) i.e. https://www.evotingindia.com/ and based on such reports,
 - 14 Members have cast their votes through remote e-voting;
 - 10 Members have cast their votes through ballot paper

The brief analysis of the results of the voting through Remote e-voting and voting at the Annual General Meeting venue through ballot paper are as under:

Item No. 1 - Ordinary Resolution:

Adoption of :-

- (A) Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2019 with the reports of the Board of Directors' and Auditors.
- (B) Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2019 with the report of the Auditors.

Particulars			No. of vote	es contained in			Percentage
	Remo	te E-Voting	Polling /	Ballot Paper		otal	(%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	14	6087144	9	55	23	6087199	100.00
Dissent	0	0	0	0	0	0	0.00
Total	14	6087144	9	55	23	6087199	100.00
Invalid / Abstain			3	410	94 A	-	

Our Office:

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.R. No.: 6, Kolkata 700012,

E Mail: goenkamohan@hotmail.com goenkamohan@gmail.com

Secretaries of Mobile No.9831074332 Phone No: 2237 9517

Company

Item No. 2 - Ordinary Resolution:

Appointment of Mrs. Shashi Kala Agarwala (DIN: 00260171), as Director, who retires by rotation and being eligible, offers herself for re-appointment.

Particulars			No. of vote	s contained in			Percentage
	Remo	te E-Voting	Polling /	Ballot Paper	•	Total	(%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	14	6087144	9	55	23	6087199	100.00
Dissent	0	0	0	0	0	0	0.00
Total	14	6087144	9	55	23	6087199	100.00
Invalid / Abstain			3	410			

Item No. 3 Ordinary Resolution:

Re-appointment of Mr. Ajit Kumar Agarwala as a Managing Director of the Company.

Particulars			No. of vote	es contained in			Percentage
	Remo	te E-Voting	Polling /	Ballot Paper	•	Total	(%)
_	No.	Votes	No.	Votes	No.	Votes	
Assent	14	6087144	9	55	23	6087199	99.9934
Dissent	0	0	1	400	1	400	0.0066
Total	14	6087144	10	455	24	6087599	100.00
Invalid / Abstain			2	10			

Item No. 4 - Special Resolution:

Re-appointment of Mr. Jayant Kumar Natwarlal Raja as an Independent Director.

		No. of vote	s contained in			Percentage
Remot	te E-Voting	Polling /	Ballot Paper	7	Total	(%)
No.	Votes	No.	Votes	No.	Votes	1
14	6087144	9	55	23	6087199	99.9934
0	0	1	400	1	400	0.0066
14	6087144	10	455	24	6087599	100.00
		2	10			
	No. 14 0	14 6087144 0 0 14 6087144	No. Votes No. 14 6087144 9 0 0 1 14 6087144 10	Remote E-Voting Polling / Ballot Paper No. Votes No. Votes 14 6087144 9 55 0 0 1 400 14 6087144 10 455	No. Votes No. Votes No. 14 6087144 9 55 23 0 0 1 400 1 14 6087144 10 455 24	No. Votes No. Votes No. Votes 14 6087144 9 55 23 6087199 0 0 1 400 1 400 14 6087144 10 455 24 6087599

Our Office:

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Company Conservations of

Mobile No.9831074332 Phone No : 2237 9517

Item No. 5 - Special Resolution:

Re-appointment of Mr. Milan Krisna Sarkar as an Independent Director.

Particulars		Percentage					
	Remote E-Voting		Polling / Ballot Paper		Total		(%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	14	6087144	9	55	23	6087199	99.9934
Dissent	0	0	1	400	1	400	0.0066
Total	14	6087144	10	455	24	6087599	100.00
Invalid / Abstain			2	10			

Item No. 6 - Special Resolution:

Re-appointment of Mr. Hemant Kumar Agarwal as an Independent Director.

Particulars		Percentage					
	Remote E-Voting		Polling / Ballot Paper		Total		(%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	14	6087144	9	55	23	6087199	99.9934
Dissent	0	0	1	400	1	400	0.0066
Total	14	6087144	10	455	24	6087599	100.00
Invalid / Abstain			2	10			

Item No. 7 - Ordinary Resolution :

Approval of the remuneration of the Cost Auditor for Financial Year 2019-20.

Particulars		Percentage					
	Remote E-Voting		Polling / Ballot Paper		Total		(%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	14	6087144	9	- 55	23	6087199	99.9934
Dissent	0	0	1	400	1	400	0.0066
Total	14	6087144	10	455	24	6087599	100.00
Invalid / Abstain			2	10			

9. Based on the foregoing, the resolution no.(s) 1 and 2 shall be deemed to have been passed Unanimously and Resolution No.(S) 3 to 7 shall be deemed to have been passed with requisite majority.

Secretaries

Our Office:

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R. No.: 6, Kolkata 700012,

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Mobile No.9831074332 Phone No : 2237 9517

MR L Associates

Company Secretaries

All the relevant records relating to the voting is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the said AGM.

Company Secretaries

Thanking You,

Mohan Ram Goenka
Practising Company Secreta

C.P. No: 2551

Date: 01.10.2019 Place: Kolkata

Countersigned by:

Our Office:

46, B. B. Ganguly Street, 4th Floor

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