



# TERAI TEA COMPANY LIMITED

REGISTERED OFFICE: 10, GOVERNMENT PLACE (EAST), 1st FLOOR, KOLKATA - 700 069,

PHONE : (033) 460-39789/13789/19789, Email Id: [teraitea@gmail.com](mailto:teraitea@gmail.com)

Website: [www.teraignroup.com](http://www.teraignroup.com), CIN: L51226WB1973PLC029009

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To

Date: 30<sup>th</sup> September, 2023

The Secretary

**Bombay Stock Exchange Ltd.**

Phiroza jeejeebhoy Towers

25<sup>th</sup> Floor, Dalal Street, Mumbai 400 001

**Scrip Code: 530533**

The Secretary

**Calcutta Stock Exchange Association Ltd.**

7, Lyons Range, Kolkata-700001

**Scrip Code: 30105**

**Sub:-Compliance under Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, details of Voting Results of the 50<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September, 2023.**

The 50<sup>th</sup> Annual General Meeting (AGM) of the company was held on 29th September, 2023 at 10 Government Place (East) 1<sup>st</sup> Floor, Kolkata -700069 at 10.30 A.M.

In accordance with regulations 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rule, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44(1) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 the Company had provided E-voting facility to facilitate all shareholders of the Company to cast their votes electronically on all business proposed in the Notice of AGM. The E-voting period commenced on Tuesday, 26<sup>th</sup> September, 2023 at 9.00 A.M. and concluded on Thursday, 28<sup>th</sup> September, 2023 at 5.00 P.M. The Company further provided facilities for physical voting through Ballot Paper at the venue of AGM for the shareholders who did not cast their vote through remote e- voting on the resolutions as per Notice of AGM.

Based on the report dated 29th September, 2023 submitted by Mr Mohan Ram Goenka Practicing Company Secretary, who was appointed by the Company as Scrutinizer for e-voting and physical ballot, the Chairman of the AGM declared that all the resolutions contained in item Nos.1 to 3 of the Notice of AGM were approved with the requisite majority by the Equity Shareholder of the Company.



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Copy of the Scrutinizer's report along with the requisite particulars of Voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 is enclosed herewith for your information and record.

Thanking you,  
Yours faithfully,

**FOR TERA TEA COMPANY LIMITED**

**RAJESH SINGHANIA  
COMPANY SECRETARY & COMPLIANCE OFFICER**

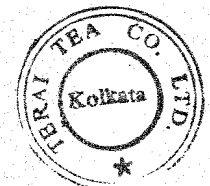
# TERAI TEA CO. LTD.

AGM Attended and Voting Summary AGM

Format for Voting Result

|   |           |
|---|-----------|
| Date of the AGM   | 29-Sep-23 |
| Total Number of Shareholders on Record Date   | 2044      |
| <b>No. of Shareholders Present in the Meeting Either in Person or Through Proxy :</b> |           |
| Promoter & Promoter Group   | 5         |
| Public  | 83        |
| <b>Total</b>  | <b>88</b> |
| <b>No. of Shareholders Attended the Meeting Through Video Conferencing :</b>          |           |
| Promoter & Promoter Group   |           |
| Public  |           |
| <b>Total</b>  |           |

| 1   | To Receive, Consider and Adopt a) the Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2023 with the reports of the Board of Directors and Auditors thereon. b) The Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2023 together with report of the Auditors thereon |                        |                         |   |                            |                          |  |  |
|---|--|------------------------|-------------------------|---|----------------------------|--------------------------|--|--|
| Whether Promoter / Promoter Group Are Interested in The Agenda / Resolution ? |  |                        | NO                      |   |                            |                          |  |  |
| Category  | Mode of Voting   | No. of shares held (1) | No. of votes polled (2) | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter & Promoter Group   | Remote Evoting   | 5103100                | 5103100                 | 100.00000   | 5103100                    | 0                        | 100.00000  | 0.00000  |
|   | Physical Ballot  |                        | 0                       |   | 0                          | 0                        |  |  |
|   | Postal Ballot (if applicable)  |                        | N.A.                    |   | N.A.                       | N.A.                     | N.A.   | N.A.   |
|   | Total  |                        | 5103100                 | 100.00000   | 5103100                    | 0                        | 100.00000  | 0.00000  |
| Public-Institutional holders  | Remote Evoting   | 0                      | 0                       |   | 0                          | 0                        |  |  |
|   | Physical Ballot  |                        | 0                       |   | 0                          | 0                        |  |  |
|   | Postal Ballot (if applicable)  |                        | N.A.                    |   | N.A.                       | N.A.                     | N.A.   | N.A.   |
|   | Total  |                        | 0                       | 0.00000   | 0                          | 0                        |  |  |
| Public-Non Institution holders  | Remote Evoting   | 1776200                | 1089735                 | 61.35204  | 1089732                    | 3                        | 99.99972   | 0.00028  |
|   | Physical Ballot  |                        | 204                     | 0.01149   | 204                        | 0                        | 100.00000  | 0.00000  |
|   | Postal Ballot (if applicable)  |                        | N.A.                    |   | N.A.                       | N.A.                     | N.A.   | N.A.   |
|   | Total  |                        | 1089939                 | 61.36353  | 1089936                    | 3                        | 99.99972   | 0.00028  |
| <b>Total</b>  |  | <b>6879300</b>         | <b>6193039</b>          | <b>90.02426</b>   | <b>6193036</b>             | <b>3</b>                 | <b>99.99995</b>  | <b>0.00005</b>                                       |



| 2   |                               | To appoint a Director in place of Mr.Rajendra Kanodia (DIN :00175574), who retires by rotation and being eligible, offers himself for re-appointment |                         |  |                            |                          |   |   |
|---|-------------------------------|--|-------------------------|--|----------------------------|--------------------------|---|---|
| Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ? |                               | NO   |                         |  |                            |                          |   |   |
| Category  | Mode of Voting                | No. of shares held (1)   | No. of votes polled (2) | % of votes polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes against (5) | % of votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of votes against on votes polled<br>(7)=[(5)/(2)]*100 |
| Promoter & Promoter Group   | Remote Evoting                | 5103100  | 5103100                 | 100.00000  | 5103100                    | 0                        | 100.00000   | 0.00000   |
|   | Physical Ballot               |  | 0                       |  | 0                          | 0                        |   |   |
|   | Postal Ballot (if applicable) |  | N.A.                    |  | N.A.                       | N.A.                     | N.A.  | N.A.  |
|   | Total                         |  | 5103100                 | 100.00000  | 5103100                    | 0                        | 100.00000   | 0.00000   |
| Public-Institutional holders  | Remote Evoting                | 0  | 0                       |  | 0                          | 0                        |   |   |
|   | Physical Ballot               |  | 0                       |  | 0                          | 0                        |   |   |
|   | Postal Ballot (if applicable) |  | N.A.                    |  | N.A.                       | N.A.                     | N.A.  | N.A.  |
|   | Total                         |  | 0                       | 0.00000  | 0                          | 0                        |   |   |
| Public-Non Institution holders  | Remote Evoting                | 1776200  | 1089735                 | 61.35204   | 1089733                    | 2                        | 99.99982  | 0.00018   |
|   | Physical Ballot               |  | 204                     | 0.01149  | 204                        | 0                        | 100.00000   | 0.00000   |
|   | Postal Ballot (if applicable) |  | N.A.                    |  | N.A.                       | N.A.                     | N.A.  | N.A.  |
|   | Total                         |  | 1089939                 | 61.36353   | 1089937                    | 2                        | 99.99982  | 0.00018   |
| Total   |                               | 6879300  | 6193039                 | 90.02426   | 6193037                    | 2                        | 99.99997  | 0.00003   |

| 3   |                               | Approval of Remuneration to the Cost Auditor of the Company for the Financial Year 2023-24 |                         |  |                            |                          |   |   |
|---|-------------------------------|--|-------------------------|--|----------------------------|--------------------------|---|---|
| Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ? |                               | NO   |                         |  |                            |                          |   |   |
| Category  | Mode of Voting                | No. of shares held (1)   | No. of votes polled (2) | % of votes polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes against (5) | % of votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of votes against on votes polled<br>(7)=[(5)/(2)]*100 |
| Promoter & Promoter Group   | Remote Evoting                | 5103100  | 5103100                 | 100.00000  | 5103100                    | 0                        | 100.00000   | 0.00000   |
|   | Physical Ballot               |  | 0                       |  | 0                          | 0                        |   |   |
|   | Postal Ballot (if applicable) |  | N.A.                    |  | N.A.                       | N.A.                     | N.A.  | N.A.  |
|   | Total                         |  | 5103100                 | 100.00000  | 5103100                    | 0                        | 100.00000   | 0.00000   |
| Public-Institutional holders  | Remote Evoting                | 0  | 0                       |  | 0                          | 0                        |   |   |
|   | Physical Ballot               |  | 0                       |  | 0                          | 0                        |   |   |
|   | Postal Ballot (if applicable) |  | N.A.                    |  | N.A.                       | N.A.                     | N.A.  | N.A.  |
|   | Total                         |  | 0                       | 0.00000  | 0                          | 0                        |   |   |
| Public-Non Institution holders  | Remote Evoting                | 1776200  | 1089735                 | 61.35204   | 1089733                    | 2                        | 99.99982  | 0.00018   |
|   | Physical Ballot               |  | 204                     | 0.01149  | 204                        | 0                        | 100.00000   | 0.00000   |
|   | Postal Ballot (if applicable) |  | N.A.                    |  | N.A.                       | N.A.                     | N.A.  | N.A.  |
|   | Total                         |  | 1089939                 | 61.36353   | 1089937                    | 2                        | 99.99982  | 0.00018   |
| Total   |                               | 6879300  | 6193039                 | 90.02426   | 6193037                    | 2                        | 99.99997  | 0.00003   |



The Ordinary Resolutions as set out in the AGM Notice dated 21.08.2023 has been passed by the Members by requisite majority.



# MR & Associates

COMPANY SECRETARIES

46, B. B. Ganguly Street, 406, Kolkata - 700 012

Tel No: 033 2237 9517 / 4007 7907

Email : mrosso1996@gmail.com / goenkamohan@gmail.com

## 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, as amended]

To,

**The Chairman of the 50th Annual General Meeting (AGM) of the Members of Terai Tea Company Limited (CIN: L51226WB1973PLC029009), held on Friday, the 29<sup>th</sup> day of September, 2023 at 10.30 A.M at its Registered Office - 10 Government Place (East), 1st Floor, Kolkata – 700069.**

Dear Sir,

1. I, Mohan Ram Goenka, 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 Annual General Meeting venue 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 with the requirements of the Companies Act, 2013 and Rules relating to voting through Remote e-voting and voting at the Annual General Meeting venue through ballot paper for the resolutions proposed in the Notice of 50<sup>th</sup> Annual General Meeting of the Members of the Company dated August 21, 2023. My responsibility as a Scrutinizer for the process of voting through Remote e-voting and voting at the venue of Annual General Meeting through ballot paper is 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 50<sup>th</sup> 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 Tuesday, September 26, 2023 (9:00 a.m.) till Thursday, September 28, 2023 (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 Depository Services Limited (CDSL).



4. The Members holding equity shares as on the "cut-off date" i.e. Friday, September 22, 2023 were entitled to vote on the resolutions proposed in the Notice calling the 50th Annual General Meeting.
5. At the end of the remote e-voting period on Thursday, September 28, 2023 (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 September 29, 2023, the votes cast at the venue were counted, thereafter the votes cast through remote e-voting were unblocked in the presence of two persons, 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 and voting done through proxy forms.

77 Members have cast their votes through remote e-voting;  
21 Members have cast their votes through ballot paper at the AGM venue.

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 :**

To Receive, Consider and Adopt :

- a) The Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2023 with the reports of the Board of Directors' and Auditors thereon.
- b) The Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2023 together with report of the Auditors thereon.

| Particulars       | No. of votes contained in |                |                     |            |           |                |                |
|-------------------|---------------------------|----------------|---------------------|------------|-----------|----------------|----------------|
|                   | Remote E-Voting           |                | Ballot paper voting |            | Total     |                |                |
|                   | No.                       | Votes          | No.                 | Votes      | No.       | Votes          | Percentage (%) |
| Assent            | 74                        | 6192832        | 21                  | 204        | 95        | 6193036        | 99.999         |
| Dissent           | 3                         | 3              | 0                   | 0          | 3         | 3              | 0.001          |
| <b>Total</b>      | <b>77</b>                 | <b>6192835</b> | <b>21</b>           | <b>204</b> | <b>98</b> | <b>6193039</b> | <b>100.00</b>  |
| Abstain / Invalid | 0                         | 0              | 0                   | 0          | 0         | 0              | 0              |



**Item No. 2 - Ordinary Resolution :**

To appoint a Director in place of Mr. Rajendra Kanodia (DIN: 00175574) who retires by rotation and being eligible, offers himself for re-appointment.

| Particulars       | No. of votes contained in |         |                     |       |       |         |                |
|-------------------|---------------------------|---------|---------------------|-------|-------|---------|----------------|
|                   | Remote E-Voting           |         | Ballot paper voting |       | Total |         |                |
|                   | No.                       | Votes   | No.                 | Votes | No.   | Votes   | Percentage (%) |
| Assent            | 75                        | 6192833 | 21                  | 204   | 96    | 6193037 | 99.999         |
| Dissent           | 2                         | 2       | 0                   | 0     | 2     | 2       | 0.001          |
| Total             | 77                        | 6192835 | 21                  | 204   | 98    | 6193039 | 100.00         |
| Abstain / Invalid | 0                         | 0       | 0                   | 0     | 0     | 0       | 0              |

**Item No. 3 - Ordinary Resolution :**

Approval of remuneration to the Cost Auditor of the company for the Financial year 2023-24

| Particulars       | No. of votes contained in |         |                     |       |       |         |                |
|-------------------|---------------------------|---------|---------------------|-------|-------|---------|----------------|
|                   | Remote E-Voting           |         | Ballot paper voting |       | Total |         |                |
|                   | No.                       | Votes   | No.                 | Votes | No.   | Votes   | Percentage (%) |
| Assent            | 75                        | 6192833 | 21                  | 204   | 96    | 6193037 | 99.999         |
| Dissent           | 2                         | 2       | 0                   | 0     | 2     | 2       | 0.001          |
| Total             | 77                        | 6192835 | 21                  | 204   | 98    | 6193039 | 100.00         |
| Abstain / Invalid | 0                         | 0       | 0                   | 0     | 0     | 0       | 0              |

9. Based on the foregoing, the resolution no.(s) 1 to 3 shall be deemed to have been passed with requisite majority.

All the relevant records relating to the voting are 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.

Place : Kolkata  
Date : 29.09.2023



For MR & Associates  
Company Secretaries  
A Peer Reviewed Firm  
Peer Review Certificate No.: 720/2020

MOHAN RAM GOENKA  
Digitally signed by MOHAN RAM GOENKA  
Date: 2023.09.29 18:07:41 +05'30'

[M R Goenka]  
Partner

C P No.: 2551  
UDIN No.: F004515E001128781

Countersigned by:-