



TERAI TEA COMPANY LIMITED

REGD. OFFICE : 10 GOVERNMENT PLACE (EAST), 1ST FLOOR, KOLKATA-700 069 INDIA

Telephones : (91) (33) 460-13789, 460-39789, Fax : (91) (33) 2248 9182

E-mail : teraitea@gmail.com • Website : www.terai group.com

CIN : L51226WB1973PLC029009



Date: July 05, 2021

To,
The Manager Listing,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai – 400 023,
Maharashtra, India
BSE Scrip Code: 530533
BSE Scrip ID: TERAI

To,
The Manager,
The Calcutta Stock Exchange Limited
7, Lyons Range,
Dalhousie, Kolkata-700001,
West Bengal, India

Dear Sir/ Madam,

Subject: Declaration of voting results of the postal ballot (including remote e-voting) in accordance with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and submission of Scrutinizer’s report.

This refers to our letter dated May 31, 2021 enclosing therewith a copy of the Postal Ballot Notice dated May 28, 2021 for passing of a Special Resolution for voluntary delisting of the equity shares of the Company from the BSE Limited (“BSE”) and the Calcutta Stock Exchange Limited pursuant to the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 including any statutory modifications or amendments or re-enactments thereof and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and applicable provisions of the Companies Act, 2013 and rules made thereunder.

We would like to inform you that the aforesaid special resolution as mentioned in the Notice has been approved by the members with requisite majority on July 03, 2021 being the last date specified for remote e-voting. In this regard, we have enclosed herewith the following:

- Voting result as per the format prescribed under Regulation 44 of the SEBI Listing Regulations; and
- Report of the scrutinizer dated July 05, 2021, issued by Mr. Mohan Ram Goenka, Practising Company Secretary (Membership No: ‘F4515’ and CP NO: 2551).

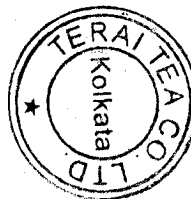
The result along with the scrutinizer's report is also available at the registered office of the Company, the website of the Company i.e, <http://www.terai group.com/> and the website of the CDSL at www.evotingindia.com.

We request you to please disseminate the results along with the Scrutinizer's report on your website for information of the Members and investors of the Company.

Yours faithfully,

For Terai Tea Company Limited

Rajesh Singhania
Company Secretary and Compliance Officer




Encl: As above

Company Name	Teraí Tea Company Limited
Date of the AGM/EGM	July 03, 2021
Total number of Shareholders on Record date	1688
No. of Shareholders present in the meeting either in person or proxy:	-
Promoters and Promoter group	Public
Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	Public
Promoters and Promoter group	Public
Public	Not Applicable

Resolution required : (Ordinary/Special)		Special - voluntary Delisting of the Equity Shares of the Company from BSE Limited ("BSE") and Calcutta Stock Exchange Limited ("CSE")									
Whether Promoter/Promoter group are interested in agenda/resolution?		Yes									
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 of votes polled (6)=[(4)/(2)]*100	% of Votes in against of votes polled (7)=[(5)/(2)]*100	As per Regulation 8(1)(b) of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulation, 2009		
									Special ("CSE")	Special - voluntary Delisting of the Equity Shares of the Company from BSE Limited ("BSE") and Calcutta Stock Exchange Limited	
Promoter and Promoter Group	E-voting										
	Poll	51,03,100	51,03,100	100.00	51,03,100	-	100.00	-			
	Postal Ballot (If applicable)										
	Total	51,03,100	51,03,100	100.00	51,03,100	-	100.00	-			
Public - Institution	E-voting										
	Poll										
	Postal Ballot (If applicable)										
	Total	17,76,200	10,83,604	61.01	9,29,395	1,54,209	85.77	14.23			
Public - Non-Institution	E-voting										
	Poll										
	Postal Ballot (If applicable)										
	Total	17,76,200	10,83,604	61.01	9,29,395	1,54,209	85.77	14.23			

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									Special ("CSE")	Special - voluntary Delisting of the Equity Shares of the Company from BSE Limited ("BSE") and Calcutta Stock Exchange Limited
Public - Institution	E-voting									
	Poll									
	Postal Ballot (If applicable)									
	Total	-	-	-	-	-	-	-		
Public - Non-Institution	E-voting									
	Poll	17,76,200	10,83,604	61.01	9,29,395	1,54,209	85.77	14.23		
	Postal Ballot (If applicable)									
	Total	17,76,200	10,83,604	61.01	9,29,395	1,54,209	85.77	14.23		

Certified true copy
 For Teraí Tea Company Ltd

 Company Secretary

SCRUTINIZER'S REPORT

[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Terai Tea Company Limited
10 Government Place (East)
Kolkata 700069

Dear Sir,

1. I, Mohan Ram Goenka, a Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner of MR & 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 Postal Ballot process under the provisions of Section 108 & 110 of the Companies Act, 2013 (the 2013 Act) and rules made thereunder as amended (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and including any circulars and notifications as issued from time to time) and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Management of the Company is responsible to ensure compliance with the provisions of Section 110 of the Companies Act, 2013 (hereinafter referred to as the 'Act') read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014 (hereinafter referred to as the 'Rules'), and General Circulars Nos. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 22/2020 dated June 15, 2020 and Rules relating to Postal Ballot by the shareholders on the resolution proposed in the Notice of the Postal Ballot. My responsibility as a Scrutinizer 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 resolution proposed in the Notice of the Postal Ballot.
3. Due to Intermittent non availability of postal and courier services and on account of threat posed by COVID-19 pandemic Situation, the Company has completed the dispatch of the Notice on 31.05.2021 electronically in accordance with the MCA Circulars, to all the members whose e-mail addresses are registered with the Company or with the depositories/depository participants or with the Company's Registrar and Transfer Agent, i.e. M/s. Maheswari Datamatics Private Limited, and whose names appear in the Register of Members / list of Beneficial Owners received from the Central Depository Services (India) Limited as on Friday, May, 28, 2021, being the cut-off date ("Cut-off Date") which will be considered for the purposes of remote E-voting.

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
Phone No. 2237 9517

4. The Company has In light of the MCA Circulars, offered facility to members who have not registered their email address and in consequence could not receive the remote voting notice to temporarily get their email address registered with the M/s. Maheswari Datamatics Private Limited at <http://mdpl.in/form/email-update> and follow the registration process as guided thereafter. Post successful registration of the email address, the member would get soft copy of the Notice and the procedure for remote e-voting along with the user ID and password to enable remote e-voting for this postal ballot.
5. The hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelopes were not sent to the Members as per the exemptions provided in the MCA circulars mentioned above. Hence, the communication of the assent or dissent by the Members took place through the remote E-voting system only.
6. The Company has also published Newspaper Advertisement on 02.06.2021 in "The Financial Express" (English) and "Arthik Lipi" (Hindi) respectively, regarding completion of dispatch of Notice by Email and containing all the matters as required under the Companies Act, 2013 and relevant rules.
7. The Postal Ballot Notice along with the Explanatory Statement was uploaded on the website of the Company i.e. <http://www.teraigroup.com/>. The results of the Postal Ballot through remote Evoting will also be made available on these websites.
8. The Company has offered remote E-voting through M/s Central Depository Services (India) Limited (CDSL) and our report contains the details of voting through M/s Central Depository Services (India) Limited (CDSL).
9. In terms of the aforesaid Notice dated May 28, 2021, the facility of E-voting remained open from 9:00 A.M. on Friday, June 04, 2021 to 5:00 P.M. on Saturday, July 03, 2021.
10. The votes were unblocked in the presence of 2 (two) witnesses, neither of whom are in the employment of the Company, and e-voting summary statement was downloaded from the e-voting website of CDSL ([https:// www.evotingindia.com](https://www.evotingindia.com)).
11. My report on the results of the voting is based on the data downloaded from Central Depository Services (India) Limited (CDSL) in respect of the resolutions contained in the Notice of the Postal Ballot as processed and provided by M/s. Maheswari Datamatics Private Limited / Company.
12. Based on the results made available to me, 49 members have casted their votes through remote e-voting platform based on the data downloaded from Central Depository Services (India) Limited (CDSL).

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Phone No .2237 9517

13. The brief analysis of the results of the voting through Remote e-voting, based on the report generated by CDSL are as under:

Special Resolution:

Voluntary Delisting of equity shares having face value of ₹10.00/- (Indian Rupees Ten only) (hereinafter referred to as 'Equity Shares') of Terai Tea Company Limited (hereinafter referred to as 'Company') from BSE Limited and The Calcutta Stock Exchange Limited (hereinafter referred to as 'Stock Exchanges'), where presently the Equity Shares of the Company are listed, as prescribed under Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (hereinafter referred to as 'SEBI Delisting Regulations')

Particulars	No. of votes contained in				Percentage of Total Votes (%)
	E-Voting		Total		
	No.	Votes	No.	Votes	
Assent	27	6032495	27	6032495	97.51
Dissent	22	154209	22	154209	2.49
Total	49	6186704	49	6186704	100.00
Invalid / Abstain	-	-	-	-	-

Looking to the above results, the votes casted by the members in favour of the resolution is more than 75 % of the total votes casted, therefore, the proposed Resolution may be declared to be passed as "Special Resolution" under the Companies Act, 2013

14. Voting results as per Regulation 8(1)(b) of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009

Category	Mode of Voting	No. of shares held	% of listed Capital	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
Public- Institutions	E-Voting	0	0	0	0	0	0	0	0
	Poll			0	0	0	0	0	0
	Postal Ballot			0	0	0	0	0	0
Public- Non- Institutions	E-Voting	1776200	25.8195	1083604	61.00	929395	154209	85.77	14.23
	Poll			0	0	0	0	0	0
	Postal Ballot			0	0	0	0	0	0
	Total	1776200	25.8195	1083604	61.00	929395	154209	85.77	14.23

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MR & Associates

Company Secretaries

15. The votes casted by the Public Shareholders in favour of the resolution is more than the two times of the number of votes casted as against by the Public shareholders. Therefore, the proposed resolution may be declared as passed as Special Resolution under Regulation 8(1)(b) of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.
16. All relevant records of voting process given / provided / maintained in electronic mode in our custody until the Chairman considers, approved and signs the minutes of the Postal Ballot and the same shall be handed over / emailed thereafter to the Chairman or Company Secretary for preserving safely.

Thanking You,
For MR & Associates

Mohan Ram

Mohan Ram Goenka
Practicing Company Secretary
Partner
C.P. No: 2551



July 05, 2021, Kolkata
UDIN: F004515C000577989

Countersigned by

Certified true copy
For Terai Tea Company Ltd
[Signature]
Company Secretary

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