



# 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.terraigroup.com

CIN : L51226WB1973PLC029009

Date: March 14, 2022

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 February 9, 2022 enclosing therewith a copy of the Postal Ballot Notice dated February 7, 2022 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 not been approved by the members with requisite majority on March 11, 2022 being the last date specified for remote e-voting. In this regard, we have enclosed herewith the following:

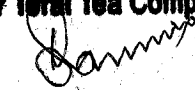
- Voting result as per the format prescribed under Regulation 44 of the SEBI Listing Regulations; and
- Report of the scrutinizer dated March 12, 2022, issued by Mr. Mohan Ram Goenka, Practising Company Secretary (Membership No: 'F4515' and CP NO: 2551).

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.terraigroup.com/> and the website of the CDSL at [www.evotingindia.com](http://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  
**For Terai Tea Company Ltd.**

  
Rajesh Singh  
Company Secretary  
Company Secretary and Compliance Officer

Encl: As above

# TERAI TEA CO. LTD.

AGM Attended and Voting Summary POSTAL  
Format for Voting Result

Date of the AGM	12-Mar-22
Total Number of Shareholders on Record Date	2435
<b>No. of Shareholders Present in the Meeting Either in Person or Through Proxy :</b>	
Promoter & Promoter Group	
Public	
<b>Total</b>	
<b>No. of Shareholders Attended the Meeting Through Video Conferencing :</b>	
Promoter & Promoter Group	0
Public	43
<b>Total</b>	<b>43</b>

1	Voluntary Delisting of equity shares having face value of Rs. 10.00/- (Rupees Ten only) (Equity Shares) of Terai Tea Company Limited (Company) from BSE Limited (BSE) and the Calcutta Stock Exchange Limited (CSE), the stock exchanges where presently the Equity Shares of the Company are listed (BSE and CSE are hereinafter collectively referred to as the Stock Exchanges), as prescribed under SEBI Delisting Regulations							
Whether Promoter / Promoter Group Are Interested in The Agenda / Resolution ?								
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	0		0	0	100	
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)							
	Total		0	0.00000	0	0		
Public- Institutional holders	Remote Evoting	0	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)							
	Total		0	0.00000	0	0		
Public- Non Institutional holders	Remote Evoting	1776200	1001805	56.40159	4447	997358	0.44390	99.55610
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)							
	Total		1001805	56.40159	4447	997358	0.44390	99.55610
	Total	6879300	1001805	14.56260	4447	997358	0.44390	99.55610

# TERAI TEA CO. LTD.

Consolidated Report of Voting at POSTAL Held On 12-Mar-2022

Sl No	Resolution	Mode	No. of Folio/ Ballots Received	Total No. of Shares Held	Votes Cast In Favour		% of Votes In Favour of The Resolution	Votes Cast Against the Resolution		% of Votes Against The Resolution	Invalid Votes			
					No. of Folios / No. of	Votes		No. of Folios / No. of Ballots	Votes		No. of Folios / No. of	Votes		
1	Voluntary Delisting of equity shares having	Remote Evoting	43	1001805	22	4447	0.4439	21	997358	99.5561	0	0		
					Evoting at AGM									
					Postal Voting									
<b>Total</b>			<b>43</b>	<b>1001805</b>	<b>22</b>	<b>4447</b>	<b>0.4439</b>	<b>21</b>	<b>997358</b>	<b>99.5561</b>	<b>0</b>	<b>0</b>		

**SCRUTINIZER'S REPORT**

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

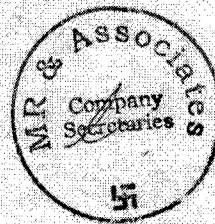
To,  
The Chairman  
Terai Tea Company Limited  
10 Government Place (East)  
Kolkata 700069

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'), including any subsequent amendments thereto, ('Companies Act, 2013') read with the General Circulars issued by the Ministry of Corporate Affairs, ('MCA Circulars') 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. As per the information available from the Management, the Company has completed the dispatch of the Notice on 09.02.2022 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, February, 4, 2022, being the cut-off date ("Cut-off Date") which will be considered for the purposes of remote E-voting.

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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 e-voting notice to temporarily get their email address registered with the M/s. Maheswari Datamatics Private Limited at [info@mdpl.in](mailto:info@mdpl.in) 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 10.02.2022 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 E-voting 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 February 7, 2022, the facility of E-voting remained open from 9:00 A.M. on Thursday, February 10, 2022 to 5:00 P.M. on Friday, March 11, 2022.
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.
12. Based on the results made available to me, 43 members have casted their votes through remote e-voting platform based on the data downloaded from Central Depository Services (India) Limited (CDSL).
13. The brief analysis of the results of the voting through Remote e-voting, based on the report generated by CDSL are as under:

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**Our Office :**

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[goenkamohan@gmail.com](mailto:goenkamohan@gmail.com)



Mobile No.9831074332  
Phone No .2237 9517

**Special Resolution:**


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

Particulars	No. of votes contained in				Percentage of Total Votes (%)
	E-Voting		Total		
	No.	Votes	No.	Votes	
Assent	22	4447	22	4447	0.4439
Dissent	21	997358	21	997358	99.5561
Total	43	1001805	43	1001805	100.00
Invalid / Abstain	0	0	-	-	-

Looking to the above results, the votes casted by the members in favour of the resolution is less than 75 % of the total votes casted, therefore, the proposed Resolution is not passed as "Special Resolution" under the Companies Act, 2013

14. 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 Goenka  
Practicing Company Secretary  
Partner  
C.P. No: 2551



March 12, 2022, Kolkata  
UDIN: F004515C002904038

Countersigned by

Our Office :  
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