

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	5
Public	94
Total	99
No. of shareholders attended the meeting through Video Conferencing	N.A.
Promoter & Promoter group	
Public	
Total	



Agenda-wise disclosure (to be disclosed separately for agenda item)

1.

To receive, consider and adopt :

a) 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.

b) The Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2019 together with the Reports of the Auditors thereon.

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 & Group	E-Voting	5103100	5103100	100.00000	5103100	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		5103100	100.00000	5103100	0	100.00000	N.A.
Public - Institutional holders	E-Voting	0	0		0	0		
	Poll		0		0	0		
	Postal Ballot (if applicable)		0		0	0		
	Total		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public - Non Institutional	E-Vote	1776200	984044	55.40160	984044	0	100.00000	
	Poll		55	0.00310	55	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		984099	55.40470	984099	0	100.00000	N.A.
Total		6879300	6087199	88.48573	6087199	0	100.00000	0.00000

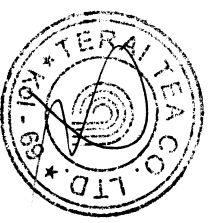


2.

Whether promoter/promoter group are interested in the agenda/resolution ?

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."

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	E-Voting	5103100	5103100	100.00000	5103100	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		5103100	100.00000	5103100	0	100.00000	
Public - Institutional holders	E-Voting	0	0		0	0		
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	E-Vote	1776200	984044	55.40160	984044	0	100.00000	
	Poll		55	0.00310	55	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		984099	55.40470	984099	0	100.00000	
Total		6879300	6087199	88.48573	6087199	0	100.00000	0.00000

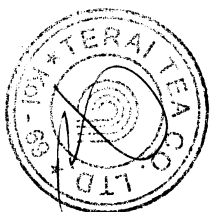


3.

"Re-appointment of Mr. Ajit Kumar Agarwala (DIN: 00265775) as a Managing Director of the Company"

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	E-Voting	5103100	5103100	100.00000	5103100	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		5103100	100.00000	5103100	0	100.00000	
Public - Institutional holders	E-Voting	0	0		0	0		
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	E-Vote	1776200	984044	55.40160	984044	0	100.00000	
	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

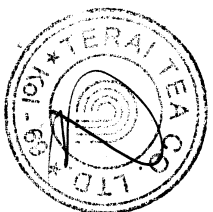


4.

"Re-appointment of Mr. Jayant Kumar Natwarial Raja (DIN: 06884343) as an Independent Director.

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	E-Voting	5103100	5103100	100.00000	5103100	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		5103100	100.00000	5103100	0	100.00000	
Public - Institutional holders	E-Voting	0	0		0	0		
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institutional	E-Vote	1776200	984044	55.40160	984044	0	100.00000	
	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



5.

"Re-appointment of Mr. Milan Krishna Sarker (DIN: 05272885) as an Independent Director."

Whether promoter/promoter group are interested in the agenda/resolution ?

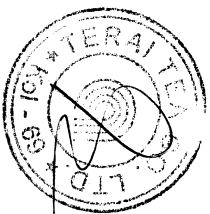
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	5103100	5103100	100.00000	5103100	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		5103100	100.00000	5103100	0	100.00000	N.A.
Public - Institutional holders	E-Voting	0	0		0	0		
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institutional	E-Vote	1776200	984044	55.40160	984044	0	100.00000	
	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



6. "Re-appointment of Mr. Hemant Kumar Agarwal (DIN: 02308200) as an Independent Director."

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	E-Voting	5103100	5103100	100.00000	5103100	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		5103100	100.00000	5103100	0	100.00000	
Public - Institutional holders	E-Voting	0	0		0	0		
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institutional	E-Vote	1776200	984044	55.40160	984044	0	100.00000	
	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



7.

"Approval of the Remuneration payable to Cost Auditors of the Company, for the Financial Year 2019-20"

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	E-Voting	5103100	5103100	100.00000	5103100	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		5103100	100.00000	5103100	0	100.00000	
Public - Institutional holders	E-Voting	0	0		0	0		
	Poll		0		0	0		
	Postal Ballot (if applicable)		0		0	0		
	Total		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public - Non Institution	E-Vote	1776200	984044	55.40160	984044	0	100.00000	
	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



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Company Secretaries

CONSOLIDATED SCRUTINIZER'S REPORT

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

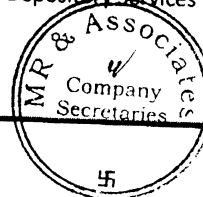
[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014]

To,

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,

1. 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 e-voting 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 29th 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 Depository Services Limited (CDSL).



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

Mobile No.9831074332
Phone No : 2237 9517

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Company Secretaries

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 Meeting.
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 29th 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:

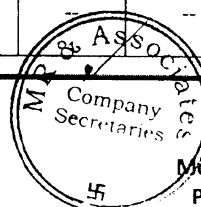
Item No. 1 - Ordinary Resolution :

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 votes contained in						Percentage (%)
	Remote 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	--	--	--

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Phone No : 2237 9517

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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 votes contained in						Percentage (%)
	Remote 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.

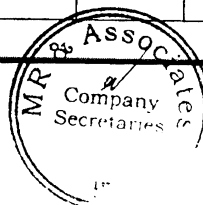
Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	14	6087144	9	55	23	6087199	99.9934
Dissent	0	0	1	400	1	400	0.0066
Total	14	6087144	10	455	24	6087599	100.00
Invalid / Abstain	--	--	2	10	--	--	--

Item No. 4 - Special Resolution :

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

Particulars	No. of votes contained in						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	--	--	--

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Item No. 5 - Special Resolution :

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

Particulars	No. of votes contained in						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.

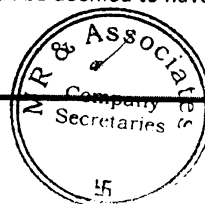
Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	14	6087144	9	55	23	6087199	99.9934
Dissent	0	0	1	400	1	400	0.0066
Total	14	6087144	10	455	24	6087599	100.00
Invalid / Abstain	--	--	2	10	--	--	--

Item No. 7 - Ordinary Resolution :

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

Particulars	No. of votes contained in						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.



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MR & Associates

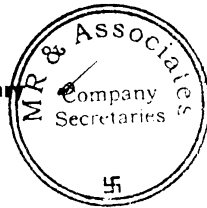
Company Secretaries

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.

Thanking You,

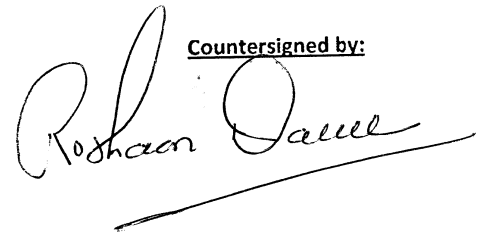


Mohan Ram Goenka
Practising Company Secretary
C.P. No: 2551



Date : 01.10.2019
Place : Kolkata

Countersigned by:



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