

TERAI TEA CO LTD - AGM Attended and Voting Summary

Format for Voting Result

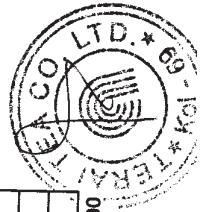
Date of the AGM	September 29, 2018
Total Number of Shareholders on record date	1532
No. of shareholders present in the meeting either in person or through proxy :	
Promoter & Promoter group	5
Public	64
Total	69
No. of shareholders attended the meeting through Video Conferencing	N.A.
Promoter & Promoter group	
Public	
Total	

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

1 Ordinary Business
 To receive, consider and adopt : a) The Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2018 with the reports of the Board of Directors' and Auditors thereon and b) The Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2018

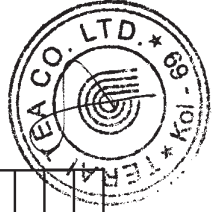
Whether promoter/promoter group are interested in the agenda/resolution ?

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.
	Total		0		0	0		
Public - Non Institution	E-Vote	1776200	1229429	69.21680	1229429	0	100.00000	
	Poll		174	0.00980	174	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		1229603	69.22660	1229603	0	100.00000	
Total		6879300	6332703	92.05447	6332703	0	100.00000	0.00000



2 Ordinary Business		Appoint a Director in place of Shri Ajit Kumar Agarwala (DIN : 00265775) who Retires by Rotation and being eligible, offers himself for re-appointment.							0
Whether promoter/promoter group are interested in the agenda/resolution ?									0
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.	
	Total		0		0	0			
Public - Non Institution	E-Vote	1776200	1229429	69.21680	1229429	0	100.00000		
	Poll		174	0.00980	174	0	100.00000		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.	
	Total		1229603	69.22660	1229603	0	100.00000		
Total		6879300	6332703	92.05447	6332703	0	100.00000	0.00000	

3 Special Business		Approval of the remuneration of the Cost Auditor for Financial Year 2018-19.							0
Whether promoter/promoter group are interested in the agenda/resolution ?									0
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		



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 45th Annual General Meeting (AGM) of the Members of Terai Tea Company Limited (CIN: L51226WB1973PLC029009), held on Saturday, the 29th day of September, 2018 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 45th Annual General Meeting of the Members of the Company dated September 29, 2018. 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 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 45th 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 Wednesday, September 26th, 2018 (10:00 a.m.) till Friday, 28th September, 2018 (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).

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

MR & Associates

Company Secretaries

4. The Members holding equity shares as on the "cut-off date" i.e. September 22, 2018 were entitled to vote on the resolutions proposed in the Notice calling the 45th Annual General Meeting.
5. At the end of the remote e-voting period on Friday, 28th September, 2018 (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, 2018, 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.evoting.india.com/> and based on such reports,

15 Members have cast their votes through remote e-voting;

8 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, 2018 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, 2018 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	15	6332529	8	174	23	6332703	100.00
Dissent	0	0	0	0	0	0	0.00
Total	15	6332529	8	174	23	6332703	100.00
Abstain / Invalid	--	--	3	59	--	--	--

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

MR & Associates

Company Secretaries

Item No. 2 - Ordinary Resolution :

Appointment of Mr. Ajit Kumar Agarwala (DIN 00265775), as Director, who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	15	6332529	8	174	23	6332703	100.00
Dissent	0	0	0	0	0	0	0.00
Total	15	6332529	8	174	23	6332703	100.00
Abstain / Invalid	--	--	3	59	--	--	--

Item No. 3 Ordinary Resolution:

Approval of the Remuneration of the Cost Auditors of the Company for the year ended 2018-19.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	15	6332529	8	174	23	6332703	100.00
Dissent	0	0	0	0	0	0	0.00
Total	15	6332529	8	174	23	6332703	100.00
Abstain / Invalid	--	--	3	59	--	--	--

Item No. 4 - Special Resolution :

Recommendation for Revision of Remuneration payable to Mr. Ajit Kumar Agarwala (DIN: 00265775), Managing Director.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	15	6332529	8	174	23	6332703	100.00
Dissent	0	0	0	0	0	0	0.00
Total	15	6332529	8	174	23	6332703	100.00
Abstain / Invalid	--	--	3	59	--	--	--

9. Based on the foregoing, the resolution no.(s) 1 to 4 shall be deemed to have been passed UNANIMOUSLY.

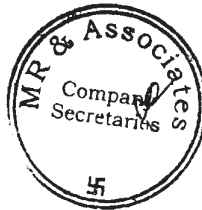
Our Office :

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

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

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

Date : 29.09.2018
Place : Kolkata

Countersigned by:

[Handwritten signature]

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