



TERAI TEA COMPANY LIMITED

REGISTERED OFFICE: 10, GOVERNMENT PLACE (EAST), 1st FLOOR, KOLKATA - 700069,

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

Website: www.terraigroup.com, CIN: **L51226WB1973PLC029009**

To

Date: 06.03.2023

1. The Secretary

Bombay Stock Exchange Ltd.

Phiroza jeejeebhoy Towers

25th Floor, Dalal Street, Mumbai 400 001

Re: Terai Tea Co. Ltd.

Scrip Code: 530533

2. The Secretary

Calcutta Stock Exchange Association Ltd.

7, Lyons Range, Kolkata-700001

Re: Terai Tea Co. Ltd.

Scrip Code: 30105

Dear Sir/Madam,

Sub.: Outcome of Postal Ballot by remote e-voting pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014, approval of the shareholders was sought in the matters as contained in the Postal Ballot Notice dated January 13th, 2023.

The remote e-voting process as provided in the Notice concluded at 05:00 P.M. Saturday, March 4, 2023 post which the Scrutinizer **CS Mohan Ram Goenka**, Practicing Company Secretary submitted his report on the results of Postal Ballot.

In terms of the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Voting Results on the Special Business transacted through e-voting Notice dated January 13, 2023, along with the consolidated Scrutinizer's Report dated 06th March' 2023 on e-voting.

It may please be noted that as per the **Report of the Scrutinizer dated 06th March, 2023** issued by CS Mohan Ram Goenka, (FCS No: 4515, COP No: 2551) Practicing Company Secretary, Partner, M R & Associates, the Resolutions as per the Notice dated January 13, 2023 were passed with requisite majority. The Resolutions are deemed to have been passed on the last date of the receipt of e-voting, i.e., on March 04, 2023.

The above information is also being uploaded on the website of the company viz. www.terraigroup.com and the e-voting agency viz. www.evotingindia.com.



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We request you to note the same and acknowledge the receipt of this letter.

Thanking You,
Yours Faithfully
For **TERAI TEA CO. LTD.**

RAJESH SINGHANIA
IA

Digitally signed
by RAJESH
SINGHANIA
Date: 2023.03.06
13:48:32 +05'30'

RAJESH SINGHANIA
COMPANY SECRETARY & COMPLIANCE OFFICER

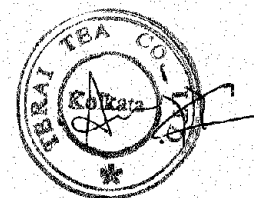
TERAI TEA CO. LTD.- POSTAL BALLOT RESULT

Cut Off Date for Evoting	27-01-2023
Voting start date	03-02-2023
Voting end date	04-03-2023
Total Number of Shareholders on Record Date	2150
No. of Shareholders voted through e-voting through postal ballot process	
Promoter & Promoter Group	4
Public	85
Total	89

1 Appointment of Mr. Dhruv Bajoria (DIN: 07935582) as an Independent Director of the Company								
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	3204300	62.79124	3204300	0	100.00000	0.00000
	Evoting		0		0	0		
	Postal Ballot (if applicable)							
	Total		3204300	62.79124	3204300	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	0	0		0	0		
	Evoting		0		0	0		
	Postal Ballot (if applicable)							
	Total		0	0.00000	0	0		
Public-Non Institution holders	Remote Evoting	1776200	1023364	57.61536	1023352	12	99.99883	0.00117
	Evoting		0	0.00000	0	0		
	Postal Ballot (if applicable)							
	Total		1023364	57.61536	1023352	12	99.99883	0.00117
Total		6879300	4227664	61.45485	4227652	12	99.99972	0.00028

2 Appointment of Mr. Ratan Kumar Goel (DIN: 01625981) as an Independent Director of the Company								
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	3204300	62.79124	3204300	0	100.00000	0.00000
	Evoting		0		0	0		
	Postal Ballot (if applicable)							
	Total		3204300	62.79124	3204300	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	0	0		0	0		
	Evoting		0		0	0		
	Postal Ballot (if applicable)							
	Total		0	0.00000	0	0		
Public-Non Institution holders	Remote Evoting	1776200	1023369	57.61564	1023357	12	99.99883	0.00117
	Evoting		0	0.00000	0	0		
	Postal Ballot (if applicable)							
	Total		1023369	57.61564	1023357	12	99.99883	0.00117
Total		6879300	4227669	61.45493	4227657	12	99.99972	0.00028

The Resolutions as set out in the Postal Ballot Notice dated 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

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 31st January, 2023 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, January 27, 2023, being the cut-off date ("Cut-off Date") which will be considered for the purposes of remote E-voting.



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 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 01.02.2023 in "The Echo of India" (English) and "Arthik Lipi" (Bengali) 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 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 January 13, 2023, the facility of E-voting remained open from 9:00 A.M. on Friday, February 03, 2023 to 5:00 P.M. on Saturday, March 04, 2023.
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, 89 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:

Item No: 1

Special Resolution:



Appointment of Mr. Dhruv Bajoria (DIN: 07935582) as an Independent Director of the Company

Particulars	No. of votes contained in				Percentage of Total Votes (%)
	E-Voting		Total		
	No.	Votes	No.	Votes	
Assent	82	4227652	82	4227652	99.99
Dissent	6	12	6	12	0.01
Total	88	4227664	88	4227664	100.00
Invalid / Abstain	0	0	-	-	-

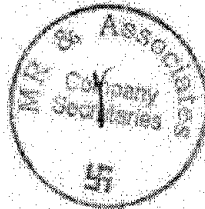
Item No: 2

Appointment of Mr. Ratan Kumar Goel (DIN: 01625981) as an Independent Director of the Company

Particulars	No. of votes contained in				Percentage of Total Votes (%)
	E-Voting		Total		
	No.	Votes	No.	Votes	
Assent	83	4227657	83	4227657	99.99
Dissent	6	12	6	12	0.01
Total	89	4227669	89	4227669	100.00
Invalid / Abstain	0	0	-	-	-

14. Based on the foregoing, I hereby certify that the Resolution 1 & 2 as contained in the Postal Ballot Notice dated 13.01.2023 has been passed with requisite majority.
15. 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.

Place : Kolkata
Date : 06.03.2023



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: 2023.03.06
13:17:22 +05'30'

[M R Goenka]
Partner

C P No.: 2551
UDIN No.: F004515D003241529

Countersigned by:-



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