



Ref:D/NJ/BSE/18

Date: September 19, 2018

BSE Limited
Corporate Services,
'Phiroze Jeejebhoy Towers',
25th Floor,
Dalal Street,
Mumbai- 400 001

Cc : Central Depository Services (India) Ltd,
Marathon Futurex, A-Wing, 25th Floor
NM Joshi Marg, Lower Parel,
Mumbai-400013

Dear Sir,

Sub: Voting Results of 107th Annual General Meeting of the Company held on 18th September, 2018

1. We send herewith Consolidated Voting Results (Remote e-voting and Poll voting at the AGM venue) on the Resolutions forming part of the Notice of the said AGM of the Company held on 18th September, 2018 at 10.30 a.m. at Gyan Manch Education Society Hall, 11, Pretoria Street, Kolkata-700071.
2. We have to further inform that Mr. Mohan Ram Goenka, Company Secretary in Practice, Scrutinizer has submitted his Consolidated Report dated 19th September, 2018 on Remote e-voting and Poll voting at the aforesaid AGM. A copy of the said report is also enclosed herewith.

Thanking you and assuring you of our best co-operation at all times.

Yours faithfully

For DIANA TEA COMPANY LIMITED

Namrata Jain

NAMRATA JAIN
COMPANY SECRETARY & COMPLIANCE OFFICER
MEMBERSHIP NO.51075

AARES GROUP

Regd. Office : Sir RNM House (4th Floor), 3B, Lal Bazar Street, Kolkata - 700 001
Phone : 2248 8672, 4086 1590-93, Fax : 2248 7571 E-mail : contactus@dianatea.in
Website : www.dianatea.in CIN : L15495WB1911PLC002275

DIANA TEA COMPANY LIMITED

107 TH ANNUAL GENERAL MEETING OF M/S DIANA TEA COMPANY LIMITED-DETAILS OF VOTING RESULTS	
Date of the AGM	18 th September, 2018
Total Number of Shareholders on record date	7646
No. of shareholders present in the meeting either in person or through proxy:	
Promoter & Promoter Group	12
Public	1504
Total	1516
No. of shareholders attended the meeting through Video Conferencing	N.A.
Promoter & Promoter Group	
Public	
Total	

AGENDA-WISE DISCLOSURE

Resolution No.1 : To receive, consider and adopt the Audited Financial statement for the financial year ended on 31st March, 2018 and the Reports of the Directors and Auditors thereon.

Resolution Required			Ordinary Resolution					
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	9194854	9194854	100.00000	9194854	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		9194854	100.00000	9194854	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	5796146	2346	0.04050	2346	0	100.00000	
	Poll		1894	0.03270	1894	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		4240	0.07320	4240	0	100.00000	
Total		14991000	9199094	61.36411	9199094	0	100.00000	0.00000

Resolution No.2: To Declare a Dividend on Equity Shares for the Financial Year ended 31st March, 2018.

Resolution Required			Ordinary Resolution					
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	9194854	9194854	100.00000	9194854	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		9194854	100.00000	9194854	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	5796146	2346	0.04050	2346	0	100.00000	
	Poll		1894	0.03270	1894	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		4240	0.07320	4240	0	100.00000	
Total		14991000	9199094	61.36411	9199094	0	100.00000	0.00000



Resolution No.3: To Appoint a Director in place of Mrs. Sarita Singhania (DIN:00343786) who retires by rotation and being eligible, offers herself for re-appointment.

Resolution Required			Ordinary Resolution					
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	9194854	9194854	100.00000	9194854	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		9194854	100.00000	9194854	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	5796146	2346	0.04050	2346	0	100.00000	
	Poll		1894	0.03270	1894	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		4240	0.07320	4240	0	100.00000	
Total		14991000	9199094	61.36411	9199094	0	100.00000	0.00000

Resolution No.4: Appointment of M/s. B.Nath & Co., Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration.

Resolution Required		Ordinary Resolution					
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	9194854	9194854	100.00000	9194854	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		9194854	100.00000	9194854	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	5796146	2346	0.04050	2346	0	100.00000	
	Poll		1894	0.03270	1894	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		4240	0.07320	4240	0	100.00000	
Total		14991000	9199094	61.36411	9199094	0	100.00000	0.00000

Resolution No.5: To pass a Special Resolution for payment of remuneration to Mr. Sandeep Singhania, Managing director for remaining period of his tenure.

Resolution Required		Special Resolution						
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	9194854	9194854	100.00000	9194854	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		9194854	100.00000	9194854	0	100.00000	



			854		854			
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	5796146	2346	0.04050	2146	200	91.47490	8.52510
	Poll		1894	0.03270	1894	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		4240	0.07320	4040	200	95.28300	4.71700
Total		14991000	9199094	61.36411	9198894	200	99.99783	0.00217

Resolution No. 6 : To pass a Special Resolution for approval in terms of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, to the continuation of Mr. Harish Parekh as Non- Executive Independent Director of the Company.

Resolution Required			Special Resolution					
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	9194854	9194854	100.00000	9194854	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		9194854	100.00000	9194854	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	5796146	2346	0.04050	2146	200	91.47490	8.52510
	Poll		1894	0.03270	1833	61	96.77930	3.22070
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.



	applicable)							
	Total		4240	0.07320	3979	261	93.84430	6.15570
Total		14991000	9199094	61.36411	9198833	261	99.99716	0.00284

Resolution No.7 : To pass a Special Resolution for approval in terms of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, to the continuation of Mr. N.F. Tankariwala as Non-Executive Independent Director of the Company.

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	9194854	9194854	100.00000	9194854	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		9194854	100.00000	9194854	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	5796146	2346	0.04050	2146	200	91.47490	8.52510
	Poll		1894	0.03270	1833	61	96.77930	3.22070
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		4240	0.07320	3979	261	93.84430	6.15570
Total		14991000	9199094	61.36411	9198833	261	99.99716	0.00284



SCRUTINIZER'S REPORT

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

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

To,

The Chairman of the 107th Annual General Meeting (AGM) of the Members of Diana Tea Company Limited (CIN: L15495WB1911PLC002275), held on Tuesday, 18th September, 2018 at Gyan Manch Education Society Hall, 11, Pretoria Street, Kolkata-700 071 at 10:30 A.M.

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 Diana 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 / polling 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, 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 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 / polling paper for the resolutions proposed in the Notice of 107th Annual General Meeting of the Members of the Company dated August 13th, 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 / polling paper 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 resolutions proposed in the Notice of the 107th AGM of the Company, based on the report provided by **Central Depository Services (India) 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, and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility was kept open from Saturday, 15th September, 2018 (10:00 a.m. IST) till Monday, 17th September, 2018 (5.00 p.m. IST) 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 (India) Limited (CDSL)**.

Our Office :

46, B. B. Ganguly Street, 4th Floor

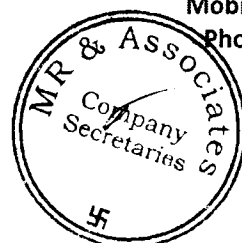
R. No.: 6, Kolkata 700012,

E Mail: goenkamohan@hotmail.com

goenkamohan@gmail.com

Mobile No.9831074332

Phone No : 2237 9517



4. The Members holding equity shares as on the "cut-off date" i.e 11th September, 2018 were entitled to vote on the resolutions proposed in the Notice calling the 107th Annual General Meeting.
5. At the end of the remote e-voting period on Monday, 17th September, 2017 (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 / polling 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 18th 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 Mrs. 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 (India) Limited (CDSL) i.e. <https://www.evotingindia.com/> and based on such reports,

37 Members have cast their votes through remote e-voting;
82 Members have cast their votes through ballot paper / polling 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 / polling paper are as under:

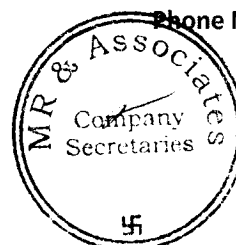
Item No. 1 - Ordinary Resolution :

Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2018, together with the Report of the Board of Directors and Auditors thereon.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	37	9197200	66	1894	103	9199094	100.00
Dissent	0	0	0	0	0	0	0.00
Total	37	9197200	66	1894	103	9199094	100.00
Abstain / Invalid	0	0	16	131	-	-	-

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R. No.: 6, Kolkata 700012,
E Mail: goenkamohan@hotmail.com
goenkamohan@gmail.com

Mobile No.9831074332
Phone No : 2237 9517



Item No. 2 - Ordinary Resolution :

Declaration of dividend on equity shares for the Financial Year ended 31st March, 2018.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	37	9197200	66	1894	103	9199094	100.00
Dissent	0	0	0	0	0	0	0.00
Total	37	9197200	66	1894	103	9199094	100.00
Abstain / Invalid	0	0	16	131	-	-	-

Item No. 3 - Ordinary Resolution :

Appointment of Mrs. Sarita Singhania (DIN:00343786) 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	37	9197200	66	1894	103	9199094	100.00
Dissent	0	0	0	0	0	0	0.00
Total	37	9197200	66	1894	103	9199094	100.00
Abstain / Invalid	0	0	16	131	-	-	-

Item No. 4 - Ordinary Resolution :

Appointment of M/s. B. Nath & Co., Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	37	9197200	66	1894	103	9199094	100.00
Dissent	0	0	0	0	0	0	0.00
Total	37	9197200	66	1894	103	9199094	100.00
Abstain / Invalid	0	0	16	131	-	-	-

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Mobile No.9831074332

Phone No : 2237 9517



Item No. 5 - Special Resolution :

Payment of remuneration to Mr. Sandeep Singhania, Managing director for remaining period of his tenure.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	36	9197000	66	1894	102	9198894	99.9978
Dissent	1	200	0	0	1	200	0.0022
Total	37	9197200	66	1894	103	9199094	100.00
Abstain / Invalid	0	0	16	131	-	-	-

Item No. 6 - Special Resolution:

Approval for the continuation of Mr. Harish Parekh as Non- Executive Independent Director of the Company in terms of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	36	9197000	65	1833	101	9198833	99.9972
Dissent	1	200	1	61	2	261	0.0028
Total	37	9197200	66	1894	103	9199094	100.00
Abstain / Invalid	0	0	16	131	-	-	-

Item No. 7 - Special Resolution:

Approval for the continuation of Mr. N.F. Tankariwala as Non-Executive Independent Director of the Company in terms of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	36	9197000	65	1833	101	9198833	99.9972
Dissent	1	200	1	61	2	261	0.0028
Total	37	9197200	66	1894	103	9199094	100.00
Abstain / Invalid	0	0	16	131	-	-	-

Our Office :

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Phone No : 2237 9517

MR & Associates
Company Secretaries

9. Based on the foregoing, the resolution no.(s) 1 to 7 shall be deemed to have been passed with the requisite majority.

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,

For M R & Associates
Company Secretaries

Mohan Ram Goenka
Partner
C.P. No: 2551



Date : 19.09.2018
Place : Kolkata



For DIANA TEA COMPANY LIMITED


Director/Managing Director

Countersigned by:

Our Office :
46, B. B. Ganguly Street, 4th Floor
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