



Ref: DTCL/AB/BSE/19
Date: September 20, 2019

BSE Limited
The Corporate Relationship Department,
1st Floor, New Trading Wing,
Rotunda Building
'Phiroze Jeejebhoy Towers',
Dalal Street,
Mumbai- 400 001
Scrip Code: 530959

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

Dear Sir/Madam,

Sub: Voting Results of the 108th Annual General Meeting of the Company held on 19th September, 2019.

The 108th Annual General Meeting ("AGM") of the Members of Diana Tea Company Limited was held on Thursday, the 19th day of September, 2019 on and from 10:30 A.M., at "Gyan Manch Education Society Hall", 11, Pretoria street, Kolkata-700001.

In terms of the provisions of the Companies Act, 2013 (as amended) and Rules made thereunder read with the provisions of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, (as amended) ("Listing Regulations"), the Company has provided remote e-voting and Poll Voting at the venue of the AGM. Mr. Mohan Ram Goenka, Company Secretary in Practice, partner of M/s. MR & Associates, Company Secretaries was appointed as the Scrutinizer to scrutinize the remote e-voting and Poll Voting at the AGM in a fair and transparent manner.

In this regard, we are enclosing herewith the following:

- 1) Voting Results in terms of the provisions of Regulation 44(3) of the Listing Regulations (**Annexure-1**).
- 2) Consolidated Scrutinizers Report dated 19th September, 2019 (**Annexure-2**).

This is for your information and record.

Thanking You,

Yours faithfully,

For **Diana Tea Company Limited**

Anushree Biswas

Anushree Biswas
(Company Secretary)
Membership No.40821
Encl.: a/a

AARES GROUP

Regd. Office : Sir RNM House (4th Floor), 3B, Lal Bazar Street, Kolkata - 700 001
Phone : 2248 8672, 4066 1590-93, Fax : 2248 7571 E-mail : contactus@dianatea.in
Website : www.dianatea.in CIN : L15495WB1911PLC002275

DIANA TEA COMPANY LTD
108th Annual General Meeting of M/s Diana Tea Company Limited-Details of Voting Results

Date of the AGM	September 19, 2019
Total Number of Shareholders on record date	7671
No. of shareholders present in the meeting either in person or through proxy :	
Promoter & Promoter group	11
Public	1531
Total	1542
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 the Audited Financial Statement for the financial year ended on 31st March, 2019 and the Reports of the Directors and Auditors thereon.						
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	2495	0.04300	2486	9	99.63930	0.36070
	Poll		3847	0.06640	3845	2	99.94800	0.05200
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		6342	0.10940	6331	11	99.82660	0.17340
Total		14991000	9201196	61.37813	9201185	11	99.99988	0.00012

2 Ordinary Business		To Appoint a Director in place of Mr. Sandeep Singhania (DIN:00343837) who retires by rotation and being eligible, offers himself for re-appointment						
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	2495	0.04300	2486	9	99.63930	0.36070
	Poll		3847	0.06640	3845	2	99.94800	0.05200
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		6342	0.10940	6331	11	99.82660	0.17340
Total		14991000	9201196	61.37813	9201185	11	99.99988	0.00012

3 Special Business		To pass a Special Resolution for payment of remuneration to Mrs. Sarita Singhania, Whole-Time director for remaining period of her tenure.						
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	2495	0.04300	2486	9	99.63930	0.36070
	Poll		3847	0.06640	3845	2	99.94800	0.05200
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		6342	0.10940	6331	11	99.82660	0.17340
Total		14991000	9201196	61.37813	9201185	11	99.99988	0.00012



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 108th Annual General Meeting (AGM) of the Members of Diana Tea Company Limited (CIN: L15495WB1911PLC002275), held on Thursday, 19th September, 2019 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.
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 108th Annual General Meeting of the Members of the Company dated August 13th, 2019. 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 108th 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, the remote e-voting facility was kept open from Monday, 16th September, 2019 (10:00 a.m. IST) till Wednesday, 18th September, 2019 (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)**.



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Phone No : 2237 9517

4. The Members holding equity shares as on the "cut-off date" i.e 12th September, 2019 were entitled to vote on the resolutions proposed in the Notice calling the 108th Annual General Meeting.
5. At the end of the remote e-voting period on Wednesday, 18th 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 / 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 19th 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 (India) Limited (CDSL) i.e. <https://www.evotingindia.com/> and based on such reports,

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

54 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, 2019, 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	28	9197340	52	3845	80	9201185	99.9999
Dissent	2	9	2	2	4	11	0.0001
Total	30	9197349	54	3847	84	9201196	100.00
Abstain / Invalid	-	-	24	99	-	-	-

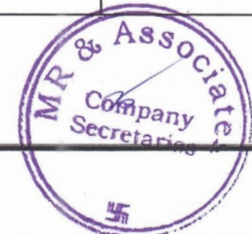
Our Office :

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Phone No : 2237 9517

MR & Associates

Company Secretaries

Item No. 2 - Ordinary Resolution :

Appointment of Mr. Sandeep Singhania (DIN:00343837), 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	28	9197340	52	3845	80	9201185	99.9999
Dissent	2	9	2	2	4	11	0.0001
Total	30	9197349	54	3847	84	9201196	100.00
Abstain / Invalid	-	-	24	99	-	-	-

Item No. 3 - Special Resolution :

Payment of remuneration to Mrs. Sarita Singhania, (DIN: 00343786), Whole time Director for remaining period of her tenure.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	28	9197340	52	3845	80	9201185	99.9999
Dissent	2	9	2	2	4	11	0.0001
Total	30	9197349	54	3847	84	9201196	100.00
Abstain / Invalid	-	-	24	99	-	-	-

9. Based on the foregoing, the resolution no.(s) 1 to 3 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


Partner
C.P. No: 2551



Date : 19.09.2019
Place : Kolkata

Countersigned by

For DIANA TEA CO. LTD.


Managing Director

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