

Ref: DTCL/AB/BSE/20 Date: September 25, 2020

BSE Limited The Corporate Relationship Department, 1<sup>st</sup> Floor, New Trading Wing, Rotunda Building 'Phiroze Jeejebhoy Towers', Dalal Street, Mumbai- 400 001 <u>Scrip Code: 530959</u> CC: Central Depository Services(India) Ltd Marathon Futurex, A-Wing, 25<sup>th</sup> Floor NM Joshi Marg,Lower Parel Mumbai- 400013

Dear Sir/Madam,

#### Sub: Voting Results of the 109<sup>th</sup> Annual General Meeting of the Company held on 24<sup>th</sup> September, 2020.

The 109<sup>th</sup> Annual General Meeting ("AGM") of the Members of Diana Tea Company Limited was held on Thursday, the 24<sup>th</sup> day of September, 2020 at 3:00 P.M.(IST), through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

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. 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 in a fair and transparent manner.

In this regard, we are enclosing herewith the following:

- 1. Voting Results under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (Annexure I);
- 2. Consolidated Scrutinizer's Report dated September 25, 2020 pursuant to Section 108 of the Companies Act, 2013 (as amended) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) (Annexure II)

This is for your information and record.

Thanking You,

Yours faithfully, For **Diana Tea Company Limited** 

Anushree Biswas

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

#### AARES GROUP

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

ANNEXURE - I

DIANA TEA COMPANY LTD rai Meeting of Diana Tea Company Ltd-Details of Vo

Date of the AGM	September 24,2020
Total Number of Shareholders on record date	7693
No. of shareholders present in the meeting either in person or through proxy :	
Promoter & Promoter group	
Public	
Total	
No. of shareholders attended the meeting through Video	
Conferencing :	
Promoter & Promoter group	0
Public	66
Total	66

6154

stitut

Idan

Public - No

stitu

Evoting at AGM

**Remote Evoting** 

Total

otal

Postal Ballot (if applicable)

Evoting at AGM Postal Ballot (if applicable)

N.A.

N.A.

57961

14991000

N.A.

6135

19

6154

9201008

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

 1.
 To receive, consider and adopt the Audited Standalone and Consolidated Financial Statement for the Financial Year ended on 31st March, 2020 and the Reports of the Directors and Auditors thereon.
 hether promoter/promoter group are interested in the renda/resolution ? 3 No of votes against (5) % of votes ag No. of shares held (1) No. of votes polled (2) % of votes polled on outstanding shares (3)=[(2)/(1)]\*100 No.of votes in % of votes in fa ode of Voting ategon your (4) on votes polled (6)=[(4)/(2)]\*100 on votes polled (7)=[(5)/(2)]\*100 Remote Evoting Evoting at AGM Postal Ballot (If applicable) Total Barnat 91948 9194854 100.00000 919485 100.0000 0.00000 0.00000 N.A N.A. N A 9194854 100.00000 9194854 100.0000 Remote Evoting Evoting at AGM ublic stit olders ostal Ballot (if applicable) N.A. N.A. N.A otal emote Evoting 0.10580 0.00030 0.00000 N.A. Public - Ne 579614 6135 5205 84.84110 100.00000 15.15890 930 Evoting at AGM 19 19 Postal Ballot (if applicable) N.A. N.A N.A. N.A

Total	- 1976 <u>-</u>	14991000	9201008	61.3768	9200078	93	99.98989	0.01011
2.			To appoint a D	irector in place of Mrs. Sarita Singhania (DIN:00343786) who retires by rotation and being eligib	le, off er herself f	or re-appointm	ent	
Whether pror agenda/resol	noter/promoter group are inte ution ?	rested in the						
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 &	Remote Evoting	9194854	9194854	4/2 100.0000	9194854		100.00000	
Promoter	Evoting at AGM	-	0	0.0000	o c			
Group	Postal Ballot (If applicable)	-	N.A.	0.0000		N.A.	N.A.	N.A.
	Total		9194854	100.0000	9194854		100.00000	
Public -	Remote Evoting	0	C		C		)	
Institutional	Evoting at AGM		0		0			
holders	Postal Ballot (if applicable)		N.A.	NA	N.A.	N.A.	N.A.	N.A.
- P270-20725-	Total		0	Acres 110 - Francisco Fran	0			
Public - Non	Remote Evoting	5796146	6135	0.1058	5204	931	84.82480	15.17520
Institution	Evoting at AGM		19	0.0003	19		100.00000	
010 4040408-0V	Postal Ballot (if applicable)		N.A.	0.0000	N.A.	N.A.	N.A.	N.A.
	Total	· · · · · · · · · · · · · · · · · · ·	6154	0.1062	5223	931	84.87160	15.12840
Total		14991000	9201008	61.3768	9200077	931	99.98988	0.01012

TO RE-APPOINT MR. N.F. TANKARIWALA (DIN: 00035400), AS INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF 5 YEARS, NOT LIABLE TO RETIRE BY ROTATION

0.10620

N.A

0.10580

0.00030

61.37688

0.00000 N.A. 0.10620

N.A

N.A

5205

19

5224

9200078

N.A.

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930

930

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84.84110

N.A. 84.88790

100.00000

15.1589

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5224

930

84.88790

15.11210

Whether pror agenda/resol	moter/promoter group are inte ution ?	rested in the	1.					
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 votas in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	<pre>% of votes against on votes polled (7)=[(5)/(2)]*100</pre>
Promoter &	Remote Evoting	N.A.	N.A.	NA.	N.A.	N.A.	N.A.	N.A.
Promoter	Evoting at AGM	1	N.A.	NA.	N.A.	N.A.	N.A.	N.A.
Group	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		N.A.	NA.	N.A.	N.A.	N.A.	N.A.
Public -	Remote Evoting	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Institutional	Evoting at AGM		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
holders	Postal Ballot (if applicable)		N.A.	NA.	N.A.	N.A.	N.A.	N.A.
	Total		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public - Non	Remote Evoting	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Institution	Evoting at AGM		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Total		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

NO.3 resolution at Item No. 3 could not be taken up in the meeting as the resolution has become infructuous owing to his sad demise on 5th September, 2020. TO RE-APPOINT MR. H.M. PAREKH (DIN: 00026530), AS INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF 5 YEARS, NOT LIABLE TO RETIRE BY ROTATION: The al Whether promoter/promoter group are interested in the agenda/resolution ? % of votes against on votes polled (7)=[(5]/(2)]\*100 olled on outstanding shares (3)=[(2)/(1)]\*100 No.of votes in No of votes % of votes in far de of Voting Category No. of shares held (1) No. of votes polled (2) of votes p avour (4) nst (5) on votes polled (6)=[(4)/(2)]\*100 919485 9194854 100.00000 9194854 100.00000 Promoter & **Remote Evoting** Evoting at AGM Postal Ballot (if applicable) 0.00000 0.00000 N.A 100.00000 N.A. oup 9194854 9194854 100.0000 Total ublic **Remote Evoting** 

15.11210

12			TO RE ADDO	NT MP. GALITAM BUALLA (DIN) COCOTOGO LAND				
			TO RE-APPO	NT MR. GAUTAM BHALLA (DIN: 00675609), AS INDEPENDENT DIRECTOR OF THE COMPANY FOR A	SECOND TERM	OF 5 YEARS, NO	T LIABLE TO RETIRE B	ROTATION:
Whether pr	romoter/promoter group are int	erested in the						
genda/res	iolution 7		1					
Category	Mode of Voting	No. of shares	No. of votes					
		held (1)	polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes i		% of votes in favor	
			Points (1)		favour (4)	against (5)	on votes polled	on votes poli
					1	100 00.000	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*
	and the second se							
Promoter &		919485			0 919485	4	0 100.0000	
Promoter Group	Evoting at AGM			0 0.0000			0 100.0000	
Group	Postal Ballot (if applicable) Total	-	N.A.	0,0000		N.A.	N.A.	NA.
Public -	Remote Evoting		919485		0 919485	4	0 100.0000	
Institutional		-					0	
holders	Postal Ballot (if applicable)		N.A.	NA			0	
	Total			N.A. 0	N.A.	N.A.	N.A.	N.A.
Public - Non	Remote Evoting	579614				0	0	
institution	Evoting at AGM		1	0.1036				
	Postal Ballot (if applicable)		N.A.	0.0003			0 100.0000	
	Total		615	4 0.0000		N.A.	N.A.	N.A.
fotal		1499100						
			TO APPROVE	ONTINUATION OF PAYMENT OF REMUNERATION TO EXECUTIVE DIRECTORS WHO ARE PROMOTI	ERS IN EXCESS O	F THRESHOLD L	MITS AS PER SERI (LO	OR) (AMENOME
			REGULATIONS	, 2018.				
hether nee	omoter/promoter group are inte		den million in anno 198					
genda/reso	sinoter/promoter group are inte	rested in the						
e-madyreso			E					
ategory	Mode of Voting	No. of shares	No. of votes			1		
	mode of young	held (1)	polled (2)	% of votes polled on outstanding shares (3)=[(2]/(1)]*100	No.of votes in	No of votes	% of votes in favou	% of votes age
	0.2	meid (1)	poiled (2)		favour (4)	against (5)	on votes polled	on votes polle
	2 V						(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*1
							100000000000000000000000000000000000000	
romoter &	Remote Evoting	9194854	9194854					
romoter	Evoting at AGM	1		100.0000	9194854	4 (	100.00000	
roup	Postal Ballot (if applicable)	1	N.A.	0.00000				
00012	Total		9194854	0.00000 100.00000		N.A.	N.A.	N.A.
ublic -	Remote Evoting	c	0	100,0000	9194854			
stitutional	Evoting at AGM	]	0			-		
olders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	NA	NA
	Total	21	0		0		N.A.	N.A.
ublic - Non	Remote Evoting	5796146	6135	0.10580	1680		27.38390	
stitution	Evoting at AGM		19	0.00030	19			72.61
	Postal Ballot (if applicable)		N.A.	0.00000		N.A.	N.A.	N.A.
	Total		6154	0.10620	1699			N.A. 72.39
stal		14991000	9201008	61.37688	9196553			
		14				++33	33,32128	0.04
			TO RE-APPOINT	MR. SANDEEP SINGHANIA (DIN: 00343837) AS MANAGING DIRECTOR OF THE COMPANY:			and the second	
2								
2								
hether pron	noter/promoter group are inter	ested in the		المراجع				
2	noter/promoter group are inter- ution ?	ested in the		4				
hether pron enda/resolu	ution ?							
hether pron enda/resolu	noter/promoter group are inter- ution ? Mode of Voting	No. of shares	No. of votes		No.of votes in	No of votes	% of votes in favour	% of votes erain
hether pron	ution ?		No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2]/(1])*100	No.of votes in favour (4)		% of votes in favour on votes polled	% of votes again on votes polied
hether pron enda/resolu	ution ?	No. of shares		% of votes polled on outstanding shares (3)=[(2]/(1])*100		No of votes	on votes polled	on votes polied
hether pron enda/resolu	ution ?	No. of shares		% of votes polled on outstanding shares (3)=[(2]/(1])*100		No of votes	on votes polled	on votes polied
hether pron enda/resolu tagory	Mode of Voting	No. of shares held (1)	polled (2)	X of votes polled on outstanding shares (3)=[(2)/(1)]*100	favour (4)	No of votas against (5)	on votes polled (6)=[(4)/(2)]*100	% of votes again on votes polled (7)=[(5)/(2)]*10
hether pron enda/resolu tagory pomoter &	ution ?	No. of shares		% of votes polled on outstanding shares (3)=[(2)/(1)]*100	favour (4) 9194854	No of votas against (5) 0	on votes polled	on votes polled
hether pron enda/resolu tagory comoter & comoter &	Mode of Voting Remote Evoting Evoting at AGM	No. of shares held (1) 9194854	polled (2) 9194854 0	X of votes polled on outstanding shares (3)=[(2]/(1)]*100 100.00000 0.00000	favour (4) 9194854 0	No of votes against (5) 0 0	on votes polled (6)=[(4)/(2)]*100	on votes polied
hether prom ende/resolu itagory omoter & omoter &	Mode of Voting	No. of shares held (1) 9194854	polled (2) 9194854 0 N.A.	% of votes polled on outstanding shares (3)=[(2)/(1)]*100 100.00000 0.00000 0.00000	favour (4) 9194854 0 N.A.	No of votas against (5) 0 N.A.	on votes polled (6)=[(4)/(2)]*100 100.00000 N.A.	on votes polied
hether pron enda/resolu	Mode of Voting Remote Evoting Evoting at AGM Postal Builot (If applicable) Total	No. of shares held (1) 9194854	polled (2) 9194854 0	X of votes polled on outstanding shares (3)=[(2]/(1)]*100 100.00000 0.00000	favour (4) 9194854 0 N.A. 9194854	No of votas against (5) 0 N.A. 0	on votes polled (6)=[(4)/(2)]*100 100.00000	on votes polied (7)=[(5)/(2)]*10
hether pron enda/resolu itagory omoter & omoter & oup	Mode of Voting Remote Evoting Evoting at AGM Postal Ballot (If applicable) Total Remote Evoting	No. of shares held (1) 9194854	polled (2) 9194854 0 N.A. 9194854	% of votes polled on outstanding shares (3)=[(2)/(1)]*100 100.00000 0.00000 0.00000	favour (4) 9194854 0 N.A. 9194854 0	No of votes against (5) 0 N.A. 0 0	on votes polled (6)=[(4)/(2)]*100 100.00000 N.A.	on votes polled (7)=[(5)/(2)]*10
hether pron enda/resolu tagory omoter & omoter oup blic - titutional	Mode of Voting           Remote Evoting           Evoting at AGM           Postal Bailot (if applicable)           Total           Remote Evoting           Evoting at AGM	No. of shares held (1) 9194854 0	polled (2) 9194854 0 N.A. 9194854 0 0	% of votes polled on outstanding shares (3)=[(2)/(1)]*100 100.00000 0.00000 100.00000 100.00000	favour (4) 9194854 0 N.A. 9194854 0 0	No of votas against (5) 0 N.A. 0 0 0 0	on votes polled (6)=[(4)/(2)]*100 100.00000 N.A.	on votes polled (7)=[(5)/(2)]*10
hether pron enda/resolu tagory omoter & omoter oup blic - titutional	Mode of Voting Remote Evoting Evoting at AGM Postal Ballot (If applicable) Total Remote Evoting	No. of shares held (1) 9194854 0	9194854 0 N.A. 9194854 0 0 N.A.	% of votes polled on outstanding shares (3)=[(2)/(1)]*100 100.00000 0.00000 100.00000 100.00000	favour (4) 9194854 0 N.A. 9194854 0 0 N.A.	No of votes against (5) 0 N.A. 0 0 0 N.A.	on votes polied (6)=[(4)/(2)]*100 100.00000 N.A. 100.00000	on votes polled (7)=[(5)/(2)]*10
hether pron enda/resolu tagory omoter & omoter oup blic - titutional iders	Mode of Voting Remote Evoting Evoting at AGM Postal Bailot (if applicable) Total Evoting at AGM Postal Bailot (if applicable) Total	No. of shares held (1) 9194854 0	9194854 0 N.A. 9194854 0 N.A. 0 N.A. 0	% of votes polled on outstanding shares (3)=[(2)/(1)]*100 100.00000 0.00000 100.00000 100.00000 100.00000 100.00000	favour (4) 9194854 0 N.A. 9194854 0 0 N.A. 0	No of votes against (5) 0 N.A. 0 0 N.A. 0 N.A. 0	on votes polied (6)=[(4)/(2)]*100 100.00000 N.A. 100.00000 N.A.	on votes polled (7)={(5)/(2)}*10 N.A.
hether pron enda/resolu tagory omoter & omoter oup bblic -	Mode of Voting           Remote Evoting           Evoting at AGM           Postel Bailot (if applicable)           Total           Remote Evoting           Evoting at AGM           Postel Bailot (if applicable)           Total           Remote Evoting           Remote Evoting	No. of shares held (1) 9194854 0	9194854 0 N.A. 9194854 0 N.A. 0 N.A. 0 6135	% of votes polled on outstanding shares (3)=[(2)/(1)]*100 100.00000 0.000000 100.00000 100.00000 N.A. 0.10560	favour (4) 9194854 0 N.A. 9194854 0 0 N.A. 0 5205	No of votes against (5) 0 N.A. 0 0 0 N.A. 0 0 0 0 930	on votes polied (6)=[(4)/(2)]*100 100.00000 N.A. 100.00000 N.A. 84.84110	on votes polled (7)=[(5)/(2)]*10 N.A.
hether pron enda/resolu tegory proter & moter & pup blic - titutional iders	Mode of Voting Remote Evoting Evoting at AGM Postal Ballot (If applicable) Total Remote Evoting Evoting at AGM Postal Ballot (If applicable) Total Remote Evoting Evoting at AGM	No. of shares held (1) 9194854 0 5796146	9194854 0 N.A. 9194854 0 0 N.A. 0 N.A. 0	% of votes polled on outstanding shares (3)=[(2)/(1)]*100 100.00000 0.00000 100.00000 NA. 0.10580 0.00030	favour (4) 9194854 0 N.A. 0 0 0 N.A. 0 5205 19	No of votas against (5) 0 N.A. 0 0 N.A. 0 930 0 0 0 0 0 0 0 0	on votes polled (6)=[(4)/(2)]*100 100.00000 N.A. 100.00000 N.A. 84.84110 100.00000	on votas polied (7)={(5)/(2)}*10 N.A.
hether pron enda/resolu tegory proter & moter & pup blic - titutional iders	Mode of Voting           Remote Evoting           Evoting at AGM           Postel Bailot (if applicable)           Total           Remote Evoting           Evoting at AGM           Postel Bailot (if applicable)           Total           Remote Evoting           Remote Evoting	No. of shares held (1) 9194854 0 5796146	9194854 9194854 0 N.A. 0 0 N.A. 0 0 0 0 135 19	% of votes polled on outstanding shares (3)=[(2)/(1)]*100 100.00000 0.000000 100.00000 100.00000 N.A. 0.10560	favour (4) 9194854 0 N.A. 0 0 0 N.A. 0 5205 19	No of votas against (5) 0 N.A. 0 0 N.A. 0 930 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	on votes polled (6)=[(4)/(2)]*100 100.00000 N.A. 100.00000 N.A. 84.84110 100.00000	on votes polled (7)={(5)/(2)}*10 N.A.



ANNEXURE - 11

# MR & Associates

Company Secretaries

#### CONSOLIDATED SCRUTINIZER'S REPORT

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

To,

The Chairman of the Annual General Meeting (AGM) of the Members of **DIANA TEA** COMPANY LIMITED (CIN: L15495WB1911PLC002275), held on Thursday, the 24th day of September, 2020 at 3:00 P.M. IST through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM").

Dear Sir,

- I, Mohan Ram Goenka, 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 DIANA TEA COMPANY LIMITED (the Company) for the purpose of Scrutinizing the process of (i) remote-voting (i.e., voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM) and (ii) e-voting during AGM (process of e-voting at the AGM through electronic voting system) on the resolutions contained in the notice dated August 14, 2020 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the Annual General Meeting ("the Meeting" /"AGM") . through VC / OAVM. The AGM was convened on Thursday, 24<sup>th</sup> September 2020 at 3:00 P.M. IST through VC / OAVM.
- 2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic modes on the resolutions proposed in the Notice of Annual General Meeting of the Members of the Company dated August 14, 2020. My responsibility as a Scrutinizer for the e-voting process (i.e., through remote e-voting and e-voting during AGM) 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 AGM of the Company, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facility for voting through electronic means and the documents furnished to me electronically for my verification.

Our Office :

46, B. B. Ganguly Street, 4th Floor R. No.: 6, Kolkata 700012, E Mail: goenkamohan@hotmail.com goenkamohan@gmail.com



- The Members holding shares as on the "cut-off date" i.e. September 17, 2020 were entitled to vote on the resolutions proposed in the Notice calling the Annual General Meeting.
- 4. 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 Monday, September 21, 2020 (10:00 A.M. IST) till Wednesday, September 23, 2020 (5.00 P.M. IST) and pursuant to MCA Circulars referred above, the Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier 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 CDSL.
- 5. After the closure of remote e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and were counted.
- The votes cast through remote e-voting were unblocked in the presence of two witness who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
- 7. Based on the results made available to me, members have casted their votes either through remote e-voting platform or through e-voting during AGM. The brief analysis of the results of the votes casted through Remote e-voting and e-voting at the Annual General Meeting by the shareholders based on the report generated by CDSL, scrutinized on test-check basis and relied upon by me, are as under:

# Item No. 1- Ordinary Resolution:

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon.

Particulars	No. of votes E-Voting& E	Total			
	No.	Votes	No.	Votes	Percentage (%)
Assent	95	9200078	95	9200078	99.99
Dissent	10	930	10	930	0.01
Total	105	9201008	105	9201008	100.00
Abstain / Invalid	-		-	-	-

Our Office :

46, B. B. Ganguly Street, 4th Floor R. No.: 6, Kolkata 700012, E Mail: goenkamohan@hotmail.com goenkamohan@gmail.com



# Item No. 2 - Ordinary Resolution:

To appoint a director in place of Mrs. Sarita Singhania (DIN: 00343786), who retires by rotation and, being eligible, offers himself for re-appointment.

Particulars		ontained in Remote voting during AGM		Total			
	No.	Votes	No.	Votes	Percentage (%)		
Assent	94	9200077	94	9200077	99.99		
Dissent	11	931	11	931	0.01		
Total	105	9201008	105	9201008	100.00		
Abstain / Invalid	-	-	-	-	-		

### Item No. 3 - Special Resolution

Re-appointment of Mr. N.F. Tankariwala (DIN: 00035400), as an Independent Director of the company for a second term of 5 years, not liable to retire by rotation.

The above resolution at Item No. 3 could not be taken up in the meeting as the resolution has become infructuous owing to his sad demise on 5<sup>th</sup> September, 2020.

### Item No. 4 - Special Resolution:

Re-appointment of Mr. H.M. Parekh (DIN: 00026530), as an Independent Director of the company for a second term of 5 years, not liable to retire by rotation

Particulars	No. of votes c E-Voting & E-	Total			
	No.	Votes	No.	Votes	Percentage (%)
Assent	95	9200078	95	9200078	99.99
Dissent	10	930	10	930	0.01
Total	105	9201008	105	9201008	100.00
Abstain / Invalid	÷.	-	-	•	-

Our Office : 46, B. B. Ganguly Street, 4th Floor R. No.: 6, Kolkata 700012, E Mail: goenkamohan@hotmail.com goenkamohan@gmail.com



# MR & Associates Company Secretaries

# Item No. 5 - Special Resolution:

Re-appointment of Mr. Gautam Bhalla (DIN: 00675609), as an Independent Director of the Company for a second term of 5 years, not liable to retire by rotation

Particulars						
	No.	Votes	No.	Votes	Percentage (%)	
Assent	95	9200077	95	9200077	99.99	
Dissent	10	931	10	931	0.01	
Total	105	9201008	105	9201008	100.00	
Abstain / Invalid	~ ~	-	-	-	-	

#### Item No. 6 - Special Resolution:

Approval of continuation of payment of remuneration to Executive Directors who are promoters in excess of threshold limits as per SEBI (LODR) (Amendment) Regulations, 2018.

Particulars		ontained in Remote voting during AGM	Total				
	No.	Votes	No.	Votes	Percentage (%)		
Assent	94	9196553	94	9196553	99.95		
Dissent	11	4455	11	4455	0.05		
Total	105	9201008	105	9201008	100.00		
Abstain / Invalid	-	-	-	-	-/		

Item No. 7 - Special Resolution:

Re-appointment of Mr. Sandeep Singhania (DIN: 00343837) as Managing Director of the Company for a period of five (5) years with effect from 27th August, 2020.

Particulars		ontained in Remote voting during AGM		Total			
	No.	Votes	No.	Votes	Percentage (%)		
Assent	95	9200078	95	9200078	99.99		
Dissent	10	930	10	930	0.01		
Total	105	9201008	105	9201008	100.00		
Abstain / Invalid	÷	Η	-				

8. Based on the foregoing, all the resolutions except resolution at item no. 3 shall be deemed to have been passed with requisite majority.

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# MR & Associates Company Secretaries

All the relevant records / electronic data relating to the e-voting are 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,

orohen Ren

M R Goenka Partner CP No: 2551 UDIN No : F004515B000769026

Date: 25/09/2020 Place: Kolkata



Countersigned by:-

or DIANA TEA COMPANY LIMITED Director/Managing Director

**Our Office :** 

46, B. B. Ganguly Street, 4th Floor R. No.: 6, Kolkata 700012, E Mail: goenkamohan@hotmail.com goenkamohan@gmail.com