

Ref: DTCL/AB/BSE/21  
Date: September 25, 2021

The Manager  
The Corporate Relationship Department,  
BSE Limited  
1<sup>st</sup> Floor, New Trading Wing,  
Rotunda Building  
'Phiroze Jeejbhoy Towers',  
Dalal Street,  
Mumbai- 400 001

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

**Scrip Code: 530959**

Dear Sir/Madam,

**Sub: Voting Results of the 110<sup>th</sup> Annual General Meeting of the Company held on 24<sup>th</sup> September, 2021.**

The 110<sup>th</sup> Annual General Meeting ("AGM") of the Members of Diana Tea Company Limited was held on Friday, the 24<sup>th</sup> day of September, 2021 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 24, 2021 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)

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](mailto:contactus@dianatea.in)  
Website : [www.dianatea.in](http://www.dianatea.in) CIN : L15495WB1911PLC002275

**DIANA TEA COMPANY LIMITED**  
110TH Annual General Meeting- Details of Voting Results

Date of the AGM	September 24, 2021
Total Number of Shareholders on Record Date	8098
No. of Shareholders Present in the Meeting Either in Person or Through Proxy :	
Promoter & Promoter Group	
Public	
<b>Total</b>	
No. of Shareholders Attended the Meeting Through Video Conferencing :	
Promoter & Promoter Group	3
Public	107
<b>Total</b>	<b>110</b>

1	To receive, consider and adopt the Audited Financial Statements (both Standalone and Consolidated) of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and the Auditors thereon.							
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	Remote Evoting	9194854	8852326	96.27479	8852326	0	100.00000	0.00000
	Evoting at AGM		0		0			
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		8852326	96.27479	8852326	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	0	0		0	0		
	Evoting at AGM		0		0			
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		0	0.00000	0	0		
Public-Non Institution holders	Remote Evoting	5796146	32641	0.56315	32629	12	99.96324	0.03676
	Evoting at AGM		170	0.00293	0	170	0.00000	100.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		32811	0.56608	32629	182	99.44531	0.55469
<b>Total</b>		14991000	8885137	59.26981	8884955	182	99.99795	0.00205

2	To declare a Dividend for the financial year ended March 31, 2021. The Board of Directors has recommended a Dividend of Rs. 0.50/- per Equity Share of Rs. 5/- each, fully paid-up.							
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	Remote Evoting	9194854	8852326	96.27479	8852326	0	100.00000	0.00000
	Evoting at AGM		0		0			
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		8852326	96.27479	8852326	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	0	0		0	0		
	Evoting at AGM		0		0			
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		0	0.00000	0	0		
Public-Non Institution holders	Remote Evoting	5796146	32641	0.56315	32629	12	99.96324	0.03676
	Evoting at AGM		170	0.00293	0	170	0.00000	100.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		32811	0.56608	32629	182	99.44531	0.55469
<b>Total</b>		14991000	8885137	59.26981	8884955	182	99.99795	0.00205

3	To appoint a Director in place of Mr. Sandeep Singhania (DIN: 00343837) who retires by rotation and being eligible, offer himself for re-appointment							
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	Remote Evoting	9194854	8852326	96.27479	8852326	0	100.00000	0.00000
	Evoting at AGM		0		0			
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		8852326	96.27479	8852326	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	0	0		0	0		
	Evoting at AGM		0		0			
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		0	0.00000	0	0		
Public-Non Institution holders	Remote Evoting	5796146	32641	0.56315	32132	509	98.44061	1.55939
	Evoting at AGM		170	0.00293	170	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		32811	0.56608	32302	509	98.44869	1.55131
<b>Total</b>		14991000	8885137	59.26981	8884628	509	99.99427	0.00573



4 TO RE-APPOINT MRS. SARITA SINGHANIA (DIN: 00343786) AS WHOLE-TIME DIRECTOR OF THE COMPANY AND FIXING HER REMUNERATION:								
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	Remote Evoting	9194854	8852326	96.27479	8852326	0	100.00000	0.00000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		8852326	96.27479	8852326	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	0	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.00000	0	0		
Public-Non Institution holders	Remote Evoting	5796146	31841	0.54935	22890	8951	71.88845	28.11155
	Evoting at AGM		170	0.00293	170	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		32011	0.55228	23060	8951	72.03774	27.96226
Total		14991000	8884337	59.26447	8875386	8951	99.89925	0.10075

5 TO APPOINT MR. KIRAN NANOO DESAI AS AN INDEPENDENT DIRECTOR OF THE COMPANY								
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	Remote Evoting	9194854	8852326	96.27479	8852326	0	100.00000	0.00000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		8852326	96.27479	8852326	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	0	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.00000	0	0		
Public-Non Institution holders	Remote Evoting	5796146	32641	0.56315	31230	1411	95.67722	4.32278
	Evoting at AGM		170	0.00293	170	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		32811	0.56608	31400	1411	95.69961	4.30039
Total		14991000	8885137	59.26981	8883726	1411	99.98412	0.01588

6 FIXATION OF BORROWING LIMITS								
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	Remote Evoting	9194854	8852326	96.27479	8852326	0	100.00000	0.00000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		8852326	96.27479	8852326	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	0	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.00000	0	0		
Public-Non Institution holders	Remote Evoting	5796146	32641	0.56315	31731	910	97.21210	2.78790
	Evoting at AGM		170	0.00293	0	170	0.00000	100.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		32811	0.56608	31731	1080	96.70842	3.29158
Total		14991000	8885137	59.26981	8884057	1080	99.98784	0.01216



*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 Friday, the 24th day of September, 2021 at 3:00 P.M. IST through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM").

Dear Sir,

1. 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 11, 2021 ("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 and by General Circular No. 02/2021 dated January 13, 2021, 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 Friday, 24<sup>th</sup> September 2021 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 11, 2021. 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.



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Mobile No.9831074332  
Phone No : 2237 9517

3. The Members holding shares as on the "cut-off date" i.e. September 17, 2021 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 Tuesday, September 21, 2021 (10:00 A.M. IST) till Thursday, September 23, 2021 (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.
6. 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 (both Standalone and Consolidated) of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and the Auditors thereon.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	119	8884955	119	8884955	99.9980
Dissent	15	182	15	182	0.0020
Total	134	8885137	134	8885137	100.00
Abstain / Invalid	0	0	-	-	-

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 E Mail: goenkamohan@hotmail.com  
 goenkamohan@gmail.com

Mobile No.9831074332  
 Phone No : 2237 9517



**Item No. 2 - Ordinary Resolution:**

To declare a Dividend for the financial year ended March 31, 2021. The Board of Directors has recommended a Dividend of Rs. 0.50/- per Equity Share of Rs. 5/- each, fully paid-up.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	119	8884955	119	8884955	99.9980
Dissent	15	182	15	182	0.0020
Total	134	8885137	134	8885137	100.00
Abstain / Invalid	0	0	-	-	-

**Item No. 3 - Ordinary Resolution**

To appoint a Director in place of Mr. Sandeep Singhania (DIN: 00343837) who retires by rotation and being eligible, offer himself for re-appointment.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	127	8884628	127	8884628	99.9943
Dissent	7	509	7	509	0.0057
Total	134	8885137	134	8885137	100.00
Abstain / Invalid	0	0	-	-	-

**Item No. 4 - Special Resolution:**

To Re-appoint Mrs. Sarita Singhania (DIN:00343786) As Whole-Time Director of the company and fixing her remuneration.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	121	8875386	121	8875386	99.8992
Dissent	12	8951	12	8951	0.1008
Total	133	8884337	133	8884337	100.00
Abstain / Invalid	0	0	-	-	-

Our Office :

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Mobile No.9831074332

Phone No : 2237 9517

**Item No. 5 – Ordinary Resolution:**

To appoint Mr. Kiran Nanoo Desai (DIN: 01639618) as an Independent Director of the Company.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	124	8883726	124	8883726	99.9841
Dissent	10	1411	10	1411	0.0159
Total	134	8885137	134	8885137	100.00
Abstain / Invalid	0	0	-	-	-

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

For Fixation of borrowing limits.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	118	8884057	118	8884057	99.9878
Dissent	16	1080	16	1080	0.0122
Total	134	8885137	134	8885137	100.00
Abstain / Invalid	0	0	-	-	-

8. Based on the foregoing, all the resolutions item no. (1) to (6) shall be deemed to have been passed with requisite majority.

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,

GOENKA  
MOHAN RAM

M R Goenka  
Partner

CP No: 2551

UDIN No : F004515C001004162

Date: 24.09.2021

Place: Kolkata



or DIANA TEA COMPANY LIMITED

*[Signature]*  
Director / Managing Director

**Countersigned by:-**

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