



# DIANA TEA COMPANY LTD

Diana • Baintgoorie • Good Hope

Ref: DTCL/AB/BSE/22  
Date: September 14, 2022

The Manager  
The Corporate Relationship Department,  
BSE Limited  
1<sup>st</sup> Floor, New Trading Wing,  
Rotunda Building  
'Phiroze Jeejebhoy 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 111<sup>th</sup> Annual General Meeting of the Company held on 14<sup>th</sup> September, 2022.**

The 111<sup>th</sup> Annual General Meeting ("AGM") of the Members of Diana Tea Company Limited was held on Wednesday, the 14<sup>th</sup> day of September, 2022 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 14, 2022 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

  
SANDEEP SINGHANIA  
(Managing Director)

DIN: 00343837

Encl.: a/a

SANDEEP SINGHANIA

Digitally signed by SANDEEP SINGHANIA  
DN: cn=SANDEEP SINGHANIA,  
o=DIANA TEA COMPANY LIMITED,  
ou=DIANA TEA COMPANY LIMITED,  
c=IN  
2.5.4.20=8B78A22C3C3A3A4F000C317  
82A8E9C000D0E8E4881A111077025  
PB.ppt#cn=00027, cn=WEST BENGAL,  
serialNumber=8427064087044271283935  
3c7482413819852018228749163771437  
54, c=IN, o=SANDEEP SINGHANIA  
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**AARES GROUP**

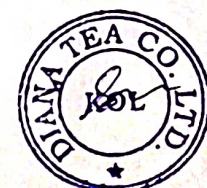
Regd. Office : Sir RNM House (4th Floor), 3B, Lal Bazar Street, Kolkata - 700 001  
Phone : 2248 8672, 4066 1590-93, Fax : 2248 7571 E-mail : [contactus@dianatea.in](mailto:contactus@dianatea.in)  
Website : [www.dianatea.in](http://www.dianatea.in) CIN : L15495WB1911PLC002275 GST : 19AABCD1021G1Z8

**DIANA TEA COMPANY LTD**  
AGM Attended and Voting Summary AGM  
Format for Voting Result

Date of the AGM	14-Sep-22
Total Number of Shareholders on Record Date	9024
<b>No. of Shareholders Present in the Meeting Either in Person or Through Proxy :</b>	
Promoter & Promoter Group	
Public	
<b>Total</b>	
<b>No. of Shareholders Attended the Meeting Through Video Conferencing :</b>	
Promoter & Promoter Group	2
Public	104
<b>Total</b>	<b>106</b>

1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022, 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 E-voting	9194854	9069287	98.63438	9069287	0	100.00000	0.00000
	E-voting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		9069287	98.63438	9069287	0	100.00000	0.00000
Public-Institutional holders	Remote E-voting	0	0		0	0		
	E-voting at AGM		0		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 E-voting	5796146	6344	0.10945	6163	181	97.14691	2.85309
	E-voting at AGM		143	0.00247	143	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		6487	0.11192	6306	181	97.20980	2.79020
<b>Total</b>		<b>14991000</b>	<b>9075774</b>	<b>60.54148</b>	<b>9075593</b>	<b>181</b>	<b>99.99801</b>	<b>0.00199</b>

2	To declare a Dividend for the financial year ended March 31, 2022. The Board of Directors has recommended a Dividend of Re. 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 E-voting	9194854	9069287	98.63438	9069287	0	100.00000	0.00000
	E-voting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		9069287	98.63438	9069287	0	100.00000	0.00000
Public-Institutional holders	Remote E-voting	0	0		0	0		
	E-voting at AGM		0		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 E-voting	5796146	6344	0.10945	6163	181	97.14691	2.85309
	E-voting at AGM		143	0.00247	143	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		6487	0.11192	6306	181	97.20980	2.79020
<b>Total</b>		<b>14991000</b>	<b>9075774</b>	<b>60.54148</b>	<b>9075593</b>	<b>181</b>	<b>99.99801</b>	<b>0.00199</b>



3								
To appoint a Director in place of Mrs Sarita Singhania (DIN: 00343738) who retires by rotation and being eligible offer herself 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 Voting	9194854	8694363	94.55684	8694363	0	100.00000	0.00000
	E voting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		8694363	94.55684	8694363	0	N.A.	N.A.
Public-Institutional holders	Remote Voting	0	0		0	0	100.00000	0.00000
	E voting 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	N.A.	N.A.
Public-Non Institution holders	Remote Voting	5796146	6344	0.10945	6163	181	97.14691	2.85309
	E voting at AGM		143	0.00247	143	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		6487	0.11192	6306	181	97.20980	2.79020
Total		14991000	8700850	58.04049	8700669	181	99.99792	0.00208

4								
APPROVAL FOR CONTINUATION OF DIRECTORSHIP OF MR. GAUTAM BHALLA (DIN:00675609) WHO HAS ATTAINED THE AGE OF 75 YEARS FOR THE REMAINING PERIOD OF HIS EXISTING TERM OF DIRECTORSHIP AS NON-EXECUTIVE 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 Voting	9194854	9069287	98.63438	9069287	0	100.00000	0.00000
	E voting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		9069287	98.63438	9069287	0	100.00000	0.00000
Public-Institutional holders	Remote Voting	0	0		0	0		
	E voting 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 Voting	5796146	6344	0.10945	6163	181	97.14691	2.85309
	E voting at AGM		143	0.00247	143	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		6487	0.11192	6306	181	97.20980	2.79020
Total		14991000	9075774	60.54148	9075593	181	99.99801	0.00199





# 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

## 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 **One Hundred and Eleventh (111<sup>th</sup>) Annual General Meeting (AGM)** of the Members of **DIANA TEA COMPANY LIMITED** (CIN: L15495WB1911PLC002275), held on Wednesday, the 14<sup>th</sup> day of September, 2022 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 e-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 10, 2022 ("Notice") convening the 111th AGM issued in accordance with General Circulars No. 14/2020, No. 17/2020, No. 20/2020 and No. 02/2021 dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021 respectively and by General Circular No. 2/2022 dated May 5, 2022 (hereinafter, collectively referred as the "MCA Circulars") read with the SEBI Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 and No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 12, 2020, January 15, 2021 and May 13, 2022 respectively issued by the Securities and Exchange Board of India (collectively referred to as 'SEBI Circulars') which permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. The AGM was convened on Wednesday, 14<sup>th</sup> September 2022 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 10, 2022. 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 (CDS L), 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.



3. The Members holding ordinary shares as on the "cut-off date" i.e. **Wednesday September 7, 2022** 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 **Sunday, September 11, 2022 (10:00 a.m. IST) till Tuesday, September 13, 2022 (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 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, 143 members have casted their votes through remote e-voting platform and 4 members have casted their votes through e-voting during AGM. The brief analysis of the results of the voting through Remote e-voting and e-voting at the Annual General Meeting, 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 March 31, 2022 together with the Reports of the Board of Directors and Auditors thereon.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	133	9075593	133	9075593	99.9980
Dissent	14	181	14	181	0.0020
Total	147	9075774	147	9075774	100.00
Abstain / Invalid	0	0	-	-	-



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

To declare a Dividend for the financial year ended March 31, 2022.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	133	9075593	133	9075593	99.9980
Dissent	14	181	14	181	0.0020
Total	147	9075774	147	9075774	100.00
Abstain / Invalid	0	0	-	-	-

**Item No. 3 - Ordinary Resolution**

To appoint a Director in place of Mrs. Sarita Singhania (DIN: 00343738) who retires by rotation and being eligible, offer herself for re- appointment.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	132	8700669	132	8700669	99.9979
Dissent	14	181	14	181	0.0021
Total	146	8700850	146	8700850	100.00
Abstain / Invalid	1	374924	-	-	-

**Item No. 4 - Special Resolution**

Approval for continuation of directorship of Mr. Gautam Bhalla (DIN: 00675609) who has attained the age of 75 years for the remaining period of his existing term of directorship as non- executive 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	133	9075593	133	9075593	99.9980
Dissent	14	181	14	181	0.0020
Total	147	9075774	147	9075774	100.00
Abstain / Invalid	0	0	-	-	-

8. Based on the foregoing, the resolution no.(s) 1 to 4 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.

Place : Kolkata  
Date : 15.09.2022



For MR & Associates  
Company Secretaries  
A Peer Reviewed Firm  
Peer Review Certificate No.: 720/2020

MOHAN RAM GOENKA

Digitally signed by MOHAN RAM GOENKA  
DN: cn=MOHAN RAM GOENKA, o=MR  
& ASSOCIATES, ou=MR & ASSOCIATES,  
st=WEST BENGAL, c=INDIA,  
serialNumber=1, email=MOHANRAM@MR&ASSOCIATES.COM  
Date: 2022.09.15 14:30:23 +05'30'

[M R Goenka]  
Partner

C P No.: 2551

UDIN No.: F004515D000976871

Countersigned by:-

SANDEEP SINGHAN IA

Digitally signed by SANDEEP SINGHANIA  
DN: c=IN, o=PERSONAL,  
pseudonym=61c2783768ed8529452fa043b  
040596,  
2.5.4.20=087666a23c5ca5af9d00bc317  
8248e5c00720d58f48811e1e1077005  
f8 postalCode=700027, st=WEST BENGAL,  
serialNumber=481109e58876ca2212d9393  
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754, cn=SANDEEP SINGHANIA  
Date: 2022.09.15 15:31:07 +05'30'