



# DIANA TEA COMPANY LTD

Diana • Baintgoorie • Good Hope

Ref: DTCL/SS/BSE/23  
Date: September 14, 2023

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

Scrip Code: 530959

Dear Sir/Madam,

**Sub: Outcome of the 112<sup>th</sup> Annual General Meeting of the Company**

The 112<sup>th</sup> Annual General Meeting ("AGM") of the Members of Diana Tea Company Limited was held today on Thursday, the 14<sup>th</sup> day of September, 2023 at 3:00 P.M.(IST), through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

We hereby wish to inform you that the Ordinary and the Special Business as listed in the Notice of the AGM dated August 10, 2023 have been approved with requisite majority at the AGM today and the details of the said businesses along with the profile of the Directors appointed/re-appointed at the AGM are given in the said Notice.

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) The summary of the proceedings of the AGM pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (**Annexure I**).

This is for your information and record.

Thanking You,

Yours faithfully,

For Diana Tea Company Limited

**SANDEEP  
SINGHANIA**

Digitally signed by Sandeep Singhania  
DN: cn=Sandeep Singhania, o=Diana Tea Company Limited, email=s.singhania@diantea.in, c=IN  
Date: 2023.09.14 15:05:00 +05'30'IST  
Reason: I am the author

**SANDEEP SINGHANIA**  
(Managing Director)  
DIN: 00343837  
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 GST : 19AABCD1021G1Z8



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## Annexure-1

### **SUMMARY OF THE PROCEEDINGS OF THE 112TH ANNUAL GENERAL MEETING (AGM) OF DIANA TEA COMPANY LIMITED HELD ON THURSDAY, 14<sup>TH</sup> SEPTEMBER, 2023**

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In compliance with the 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, No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023 respectively, the 112th Annual General Meeting (the "AGM" or the "Meeting") of the Members of Diana Tea Co Ltd (the "Company") was duly convened and held on Thursday, September 14, 2023, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), which commenced at 3:00 P.M. (IST) and concluded at 4:00 P.M. (IST) (including the time allowed for e-voting at AGM).

Mrs. Sarita Singhania, Whole Time Director, welcomed the Members attending the AGM and proposed Mr. Sandeep singhania to be the Chairman of this meeting as per Clause 53 of Article of Association. Thereafter Mr. Sandeep Singhania, Chairman of the Board of Directors of the Company, greeted the Members and chaired the proceedings at the AGM. As the requisite quorum was present, the Chairman called the Meeting to order. Thereafter, he introduced other directors who joined the Meeting from various locations. All the directors including the respective Chairpersons of various Committees were also present at the AGM.

The representative of M/s. B. Nath & Co, the Statutory Auditors and Mr. Mohan Ram Goenka, Secretarial Auditor for the year 2022-23 were also present at the Meeting.

Total 80 Members attended the AGM as per the records of the attendance.

Thereafter, the Notice dated August 10, 2023 convening the 112th AGM (the "Notice") was taken as read with the consent of the Members present. The Chairman then delivered his speech, highlighting, inter alia, the financial performance, key focus areas, and other initiatives of the Company.

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Thereafter, the resolutions were tabled at the Meeting by the Chairman and he explained the objectives and implications of each item of businesses for consideration by the shareholders. Mr. Sandeep Singhanian invited the Shareholders who had registered themselves as Speakers and were attending the Meeting through VC / OAVM, to put forward their queries / feedback, if any, on the Reports and Financial Statements of the Company for the financial year ended March 31, 2023 and/or on the Agenda Items as contained in the Notice. The Chairman invited the Members to raise questions and clarifications were provided by him.

The Chairman informed the Members that in compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder and amendments thereto, read together with the MCA Circulars and Regulation 44 of the Listing Regulations, the Company had engaged the services of CDSL to provide remote e-Voting facility which commenced on Monday, September 11, 2023 (09:00 A.M. IST) and ended on Wednesday, September 13, 2023 (5:00 P.M. IST) and e-Voting facility during the AGM to all the eligible Members to enable them to cast their votes electronically in respect of the businesses transacted at the Meeting.

The voting rights of the Members were reckoned based on the number of shares held by them as on the 'cut-off' date i.e., **Thursday, September 7, 2023**. CS Mohan Ram Goenka, Partner, MR & Associates, Practicing Company Secretary, Kolkata, (Membership No.: FCS-4515 and C.P. No. 2551), Kolkata, was appointed for the purpose of scrutinizing the process of remote e-voting and e-voting during the Meeting in a fair and transparent manner.

Thereafter, the following businesses as set out in the Notice dated August 10, 2023 convening the AGM were transacted:

| Sl.No.  | Particulars  |
|---|--|
| <b>ORDINARY BUSINESS (Ordinary Resolutions)</b> |  |
| 1.  | Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon. |
| 2.  | Re-appointment of Mr. Sandeep Singhanian (DIN 00343837), as a Director of the Company, liable to retire by rotation.   |
| <b>SPECIAL BUSINESS (Ordinary Resolution)</b>   |  |
| 3.  | Re-appointment of M/s B. Nath & Co. (Registration No. 307057E), Chartered Accountants as Statutory Auditors of the Company for a second term of five years.                        |

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