

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

Date of the AGM	14-Sep-23
Total Number of Shareholders on Record Date	9217
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	2
Public	80
Total	82

1		To receive, consider and adopt the 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.						
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	9194854	100.00000	9194854	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		9194854	100.00000	9194854	0	100.00000	0.00000
Public-Institutional holders	Remote Voting	14742	0	0.00000	0	0		
	E voting at AGM		0	0.00000	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	5781404	8862	0.15328	5450	3412	61.49853	38.50147
	E voting at AGM		46772	0.80901	46772	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		55634	0.96229	52222	3412	93.86706	6.13294
Total		14991000	9250488	61.70694	9247076	3412	99.96312	0.03688

2		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 Voting	9194854	8790800	95.60565	8790800	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		8790800	95.60565	8790800	0	100.00000	0.00000
Public-Institutional holders	Remote Voting	14742	0	0.00000	0	0		
	E voting at AGM		0	0.00000	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	5781404	8862	0.15328	5502	3360	62.08531	37.91469
	E voting at AGM		46772	0.80901	46772	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		55634	0.96229	52274	3360	93.96053	6.03947
Total		14991000	8846434	59.01163	8843074	3360	99.96202	0.03798

3		To re-appoint Ms B. Nath and Co. (Registration No. 307057E), Chartered Accountants as Statutory Auditors of the Company for a second term of five years						
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	9194854	100.00000	9194854	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		9194854	100.00000	9194854	0	100.00000	0.00000
Public-Institutional holders	Remote Voting	14742	0	0.00000	0	0		
	E voting at AGM		0	0.00000	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	5781404	8862	0.15328	5504	3358	62.10788	37.89212
	E voting at AGM		46772	0.80901	46772	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		55634	0.96229	52276	3358	93.96412	6.03588
Total		14991000	9250488	61.70694	9247130	3358	99.96370	0.03630

The Ordinary Resolution / Resolutions as set out in the Postal Ballot Notice dated _____ has been passed by the Members by requisite majority.





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 Twelfth (112th) Annual General Meeting (AGM)* of the Members of **DIANA TEA COMPANY LIMITED** (CIN: L15495WB1911PLC002275), held on Thursday, the 14th day of September, 2023 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, 2023 ("Notice") convening the 112th 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 3, 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, 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 Thursday, 14th September 2023 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, 2023. 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. Thursday September 14, 2023 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 11, 2023 (09:00 a.m. IST) till Wednesday, September 13, 2023 (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, 119 members have casted their votes through remote e-voting platform and 40 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, 2023 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	134	9247076	134	9247076	99.9631
Dissent	25	3412	25	3412	0.0369
Total	159	9250488	159	9250488	100.00
Abstain / Invalid	0	0	0	0	0

Item No. 2 - 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	139	8843074	139	8843074	99.9620
Dissent	19	3360	19	3360	0.0380
Total	158	8846434	158	8846434	100.00
Abstain / Invalid	1	404054	1	-	-

Item No. 3 - Ordinary Resolution

To re-appoint M/s B. Nath & Co. (Registration No. 307057E), Chartered Accountants as Statutory Auditors of the Company for a second term of five years.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	141	9247130	141	9247130	99.9637
Dissent	18	3358	18	3358	0.0363
Total	159	9250488	159	9250488	100.00
Abstain / Invalid	0	0	0	0	0

8. Based on the foregoing, the resolution no.(s) 1 to 3 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 : 15.09.2023

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



[Signature]
[M R Goenka]
Partner
C P No.: 2551
UDIN No.: F004515E001015681

Countersigned by:-

SANDEEP
SINGHANIA

Digitally signed by SANDEEP SINGHANIA
DN: cn=SANDEEP SINGHANIA, o=MR & Associates, ou=Company Secretaries, email=singhanias@mrassociates.com, c=IN
Date: 2023.09.15 17:28:35 +05'30'