



# Warren Tea Limited

WTL/Sec/S-2/AGM

11<sup>th</sup> September, 2018

The General Manager,  
Department of Corporate Services,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001  
- Scrip Code 508494

The Secretary  
The Calcutta Stock Exchange Limited ,  
7 Lyons Range,  
Kolkata 700 001  
- Scrip Code 33002

Dear Sir,

## Summary of the Proceedings of the 41<sup>st</sup> Annual General Meeting

The 41<sup>st</sup> Annual General Meeting of the Members of Warren Tea Limited was held on 10<sup>th</sup> September 2018 at 10.30 a.m at G S Ruia Memorial Complex, Deohall Tea Estate, P.O. Hoogrijan, Dist. Tinsukia, Assam 786 601.

Mr Vinay K Goenka, Chairman chaired the Meeting. The business as per Notice of AGM was taken up as the requisite quorum remained present throughout the meeting. 46 Members were present in person or through proxy at the Meeting.

The Chairman informed the Members that the Registers and Documents as statutorily required to be made available at the AGM were available for inspection during the Meeting.

The Chairman covered the items of Ordinary Business and Special Business as listed under Serial Nos. 1 to 9 below. The Chairman invited questions from the members on the Agenda Items; however, there were no question from any one present.

The Company has engaged the services the Central Depository Services Limited to provide facility of remote e-voting to all Members. The Company had extended the remote e-voting facility to Members from 6<sup>th</sup> September, 2018 ( 9 am) to 9<sup>th</sup> September 2018 (5 pm.).

The Chairman further informed the Members that facility for voting through ballot paper was available at the venue of the AGM to those Members who have not cast their vote by remote e-voting.

CIN : L01132AS1977PLC001706 ■ website : [www.warrentea.com](http://www.warrentea.com)

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Corporate Office : 'Suvira House', 4B, Hungerford Street, Kolkata 700 017  
Telephone : 2287 2287, Fax : 2289 4444, E-mail : [corporate@warrentea.com](mailto:corporate@warrentea.com)  
Registered Office : Deohall Tea Estate, P.O. Hoogrijan, Dist. Tinsukia, Assam 786 601

The Company has appointed Mr Raj Kumar Banthia, Company Secretary in Practice as the Scrutinizer for the purpose of scrutinizing the remote e-voting and voting through ballot paper in a fair and transparent manner.

The following items of business as per notice of the 41<sup>st</sup> Annual General Meeting were transacted at the Meeting :

Ordinary Business :

- 1) Adoption of Audited Financial Statements and Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2018 and the Reports of the Directors and Auditors thereon.
- 2) Appointment of a Director in place of Mr. Vinay K. Goenka (DIN 0043124), retiring by rotation, who being eligible has offered himself for reappointment.

Special Business :

- 3) Reappointment of Mr Sriprakash Bhoopal (DIN 00042977) as an Independent Director of the Company whose term of office expires on 31<sup>st</sup> March, 2019 for a further period of five years with effect from 1<sup>st</sup> April, 2019.
- 4) Reappointment of Mr Nilotpal Dutta (DIN 00045667) as an Independent Director of the Company whose term of office expires on 31<sup>st</sup> March, 2019 for a further period of five years with effect from 1<sup>st</sup> April, 2019.
- 5) Reappointment of Mrs Anup Kaur Bindra (DIN 03391125) as an Independent Director of the Company whose term of office expires on 28<sup>th</sup> May, 2019 for a further period of five years with effect from 29<sup>th</sup> May, 2019.
- 6) Reappointment of Mr Lalit Halwasiya (DIN 00211756) as an Independent Director of the Company whose term of office expires on 28<sup>th</sup> May, 2019 for a further period of five years with effect from 29<sup>th</sup> May, 2019.
- 7) Reappointment of Mrs Sonia Barman (DIN 06910929) as an Independent Director of the Company whose term of office expires on 21<sup>st</sup> September, 2019 for a further period of five years with effect from 22<sup>nd</sup> September, 2019.
- 8) Payment of remuneration to Messrs Shome & Banerjee, Cost Accountants (FRN 000001) for audit of cost records for financial year 2018-19.
- 9) Reclassification as public of entities belonging to a former promoter group of the Company headed by Mr Anil Kumar Ruia .

All the Resolutions as per Agenda of the 41<sup>st</sup> Annual General Meeting were passed by the Members by requisite majority through remote e-voting and there was no demand for voting at the venue of the Annual General Meeting.

The Meeting ended with a vote of thanks to the Chair.

This is for your information and record.

Yours faithfully,  
For Warren Tea Limited,

  
Siddhartha Roy  
President - Legal & Company Secretary

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Voting results	
Record date	03-09-2018
Total number of shareholders on record date	11085
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	5
b) Public	41
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of resolution passed in the meeting</b>	
9	
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt the Financial Statements and Consolidated Financial Statements for the year ended 31st March, 2018 and the Reports of the Directors and the Auditors thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		8809999	98.8088	8809999	0	100.0000	0.0000
	Poll	8916210	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	<b>Total</b>	8916210	8809999	98.8088	8809999	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	480	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	<b>Total</b>	480	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		890085	29.3359	890085	0	100.0000	0.0000
	Poll	3034114	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	<b>Total</b>	3034114	890085	29.3359	890085	0	100.0000	0.0000
<b>Total</b>		11950804	9700084	81.1668	9700084	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Vinay K Goenka (DIN 00043124) who retires by rotation and being eligible, offer himself for reappointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8916210	8809999	98.8088	8809999	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		8916210	8809999	98.8088	8809999	0	100.0000
Public-Institutions	E-Voting	480	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		480	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3034114	890085	29.3359	890085	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		3034114	890085	29.3359	890085	0	100.0000
Total		11950804	9700084	81.1668	9700084	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (3)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					To consider reappointment of Mr Sriprakash Bhoopal (DIN 00042977) as an Independent Director of the Company whose term of office expires on 31st March, 2019 for a further period of five			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8916210	8809999	98.8088	8809999	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>8916210</b>	<b>8809999</b>	<b>98.8088</b>	<b>8809999</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	480	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>480</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	3034114	890085	29.3359	890085	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>3034114</b>	<b>890085</b>	<b>29.3359</b>	<b>890085</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>11950804</b>	<b>9700084</b>	<b>81.1668</b>	<b>9700084</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider reappointment of Mr Nilotpal Dutta (DIN 00045667) as an Independent Director of the Company whose term of office expires on 31st March, 2019 for a further period of five years				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8916210	8809999	98.8088	8809999	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		8916210	8809999	98.8088	8809999	0	100.0000
Public-Institutions	E-Voting	480	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		480	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3034114	890085	29.3359	890085	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		3034114	890085	29.3359	890085	0	100.0000
Total		11950804	9700084	81.1668	9700084	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To cosider reappointment of Mrs Anup Kaur Bindra ( DIN 03391125) as an Independent Director of the Company whose term of office expires on 28th May, 2019 for a further period of five years				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8916210	8809999	98.8088	8809999	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		8916210	8809999	98.8088	8809999	0	100.0000
Public- Institutions	E-Voting	480	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		480	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3034114	890085	29.3359	890085	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		3034114	890085	29.3359	890085	0	100.0000
Total		11950804	9700084	81.1668	9700084	0	100.0000	0.0000
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider reappointment of Mr Lalit Kumar Halwasiya ( DIN 00211756) as an Independent Director of the Company whose term of office expires on 28th May, 2019 for a further period of				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8916210	8809999	98.8088	8809999	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		8809999	98.8088	8809999	0	100.0000	0.0000
Public-Institutions	E-Voting	480	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	
	Postal Ballot (if applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	3034114	890085	29.3359	890085	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	
	Postal Ballot (if applicable)							
	Total		890085	29.3359	890085	0	100.0000	0.0000
Total		11950804	9700084	81.1668	9700084	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider reappointment of Mrs Sonia Barman (DIN 06910929 ) as an Independent Director of the Company whose term of office expires on 21st September, 2019 for a further period of five				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8916210	8809999	98.8088	8809999	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		8916210	8809999	98.8088	8809999	0	100.0000
Public-Institutions	E-Voting	480	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		480	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3034114	890085	29.3359	890085	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		3034114	890085	29.3359	890085	0	100.0000
Total		11950804	9700084	81.1668	9700084	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve payment of remuneration to M/s Shome & Banerjee, Cost Accountant (FRN 000001) for audit of cost records of the Company for financial year 2018-19.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8916210	8809999	98.8088	8809999	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		8916210	8809999	98.8088	8809999	0	100.0000
Public-Institutions	E-Voting	480	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		480	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3034114	890085	29.3359	890085	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		3034114	890085	29.3359	890085	0	100.0000
<b>Total</b>		<b>11950804</b>	<b>9700084</b>	<b>81.1668</b>	<b>9700084</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (9)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the entities belonging to a former Promoter Group of the Company headed by Mr Anil Kumar Ruia be reclassified as public.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8916210	8809999	98.8088	8809999	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	<b>Total</b>		8916210	8809999	98.8088	8809999	0	100.0000
Public-Institutions	E-Voting	480	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	<b>Total</b>		480	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3034114	890085	29.3359	890085	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	<b>Total</b>		3034114	890085	29.3359	890085	0	100.0000
<b>Total</b>		11950804	9700084	81.1668	9700084	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

WARREN TEA LIMITED



Chairman

11.09.2018





### SCRUTINIZER'S REPORT

[Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015]

To,

The Chairman of the 41<sup>st</sup> (Forty-First) Annual General Meeting (AGM) of Members of Warren Tea Limited (CIN: L01132AS1977PLC001706), held on Monday, 10<sup>th</sup> day of September, 2018 at G S Ruia Memorial Complex at Deohall Tea Estate, P O Hoogrijan, Dist.- Tinsukia, Assam 786 601 at 10:30 A.M.

Dear Sir,

I, Raj Kumar Banthia, Partner of MKB & Associates, Practicing Company Secretaries, appointed by the Board of Directors of **Warren Tea Limited** (the Company) for the purpose of scrutinizing the process of voting through Remote e-Voting and voting by use of ballot forms at the Annual General Meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management & Administration) Rules, 2014 as amended, Regulation 44 of SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings in respect of the below mentioned Resolutions proposed at the 41<sup>st</sup> Annual General Meeting





of the Company held on Monday, 10<sup>th</sup> day of September, 2018 at G S Ruia Memorial Complex at Deohall Tea Estate, P O Hoogrijan, Dist.- Tinsukia, Assam 786 601 at 10:30 A.M., do hereby submit my report as follows:

- (a) The Notice dated 26<sup>th</sup> May, 2018 convening the 41<sup>st</sup> Annual General Meeting of the Company along with the Statement under Section 102 of the Act setting out all material facts in respect of Resolutions mentioned therein, was sent by 10<sup>th</sup> August, 2018 to the members of the company.
- (b) The company provided remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) to its shareholders. At the Annual General Meeting, the Company provided voting facility by way of poll to the shareholders who did not cast their vote through remote e-voting.
- (c) The members holding shares either in physical or dematerialized form, as on the "Cut Off" date i.e. 3rd September, 2018 were entitled to vote on the proposed resolutions.
- (d) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period for remote e-voting commenced on Thursday, 6th September, 2018 at 9.00 A.M. (IST) and ended on Sunday, 9th September, 2018 at 5.00 P.M. (IST).





- (e) None of the members and/or their proxies at the meeting exercised their voting rights through ballot papers at the poll conducted at the Annual General Meeting as stated above.
- (f) After conclusion of voting at the 41<sup>st</sup> Annual General Meeting the votes cast through remote e-voting were unblocked in presence of Ms. Mudra Khetan and Ms. Smriti Agarwal, who acted as witnesses in accordance with Rule 20 the Companies (Management & Administration) Rules, 2014 as amended.
- (g) Thereafter, the details containing inter alia, list of the members, who voted "For" or "Against" on each of the resolutions that were put to vote, were derived from the report generated from the e-voting website of CDSL, [www.evotingindia.com](http://www.evotingindia.com) in respect of remote e-voting.
- (h) 61 Members have cast their votes through remote e-voting and all such votes are valid, None of the Members and/or their proxy have cast their votes through poll at the AGM venue.

I now submit my consolidated report as under on the result of the remote e-voting and poll conducted at the meeting.





	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total  (1)+(2)=(3)	% of total number of valid votes cast
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**ORDINARY BUSINESS**

**Item No.1 as an Ordinary Resolution:** To consider and adopt the Financial Statements and Consolidated Financial Statements for the year ended 31st March, 2018 and the Reports of the Directors and the Auditors thereon..

(1) Voted in favour of the resolution	97,00,084	0	97,00,084	100
(2) Voted against the resolution	0	0	0	0
<b>Total</b>	<b>97,00,084</b>	<b>0</b>	<b>97,00,084</b>	<b>100</b>
(3) Invalid votes:	0	0	0	--

**Item No. 2 as an Ordinary Resolution:** To appoint a Director in place of Mr Vinay K Goenka (DIN 00043124) who retires by rotation and being eligible, offer himself for reappointment.

(1) Voted in favour of the resolution	97,00,084	0	97,00,084	100
(2) Voted against the resolution	0	0	0	0
<b>Total</b>	<b>97,00,084</b>	<b>0</b>	<b>97,00,084</b>	<b>100</b>







(3) Invalid votes:	0	0	0	--
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**SPECIAL BUSINESS**

**Item No.3 as a Special Resolution:** To consider re-appointment of Mr. Sriprakash Bhoopal (DIN 00042977) as an Independent Director of the Company whose term of office expires on 31st March, 2019 for a further period of 5 years with effect from 1st April, 2019.

(1) Voted in favour of the resolution	97,00,084	0	97,00,084	100
(2) Voted against the resolution	0	0	0	0
<b>Total</b>	<b>97,00,084</b>	<b>0</b>	<b>97,00,084</b>	<b>100</b>
(3) Invalid votes:	0	0	0	--

**Item No. 4 as a Special Resolution:** To consider re-appointment of Mr. Nilotpal Dutta (DIN 00045667) as an Independent Director of the Company whose term of office expires on 31st March, 2019 for a further period of five years with effect from 1st April, 2019.

(1)Voted in favour of the resolution	97,00,084	0	97,00,084	100
(2) Voted against the resolution	0	0	0	0
<b>Total</b>	<b>97,00,084</b>	<b>0</b>	<b>97,00,084</b>	<b>100</b>







(3) Invalid votes:	0	0	0	--
<b>Item No. 5 as a Special Resolution:</b> To consider re-appointment of Mrs. Anup Kaur Bindra (DIN 03391125) as an Independent Director of the Company whose term of office expires on 28 <sup>th</sup> May, 2019 for a further period of five years with effect from 29 <sup>th</sup> May, 2019.				
(1)Voted in favour of the resolution	97,00,084	0	97,00,084	100
(2) Voted against the resolution	0	0	0	0
<b>Total</b>	<b>97,00,084</b>	<b>0</b>	<b>97,00,084</b>	<b>100</b>
(3) Invalid votes:	0	0	0	--
<b>Item No. 6 as a Special Resolution:</b> To consider re-appointment of Mr. Lalit Kumar Halwasiya (DIN 00211756) as an Independent Director of the Company whose term of office expires on 28 <sup>th</sup> May, 2019 for a further period of five years with effect from 29 <sup>th</sup> May, 2019.				
(1)Voted in favour of the resolution	97,00,084	0	97,00,084	100
(2) Voted against the resolution	0	0	0	0
<b>Total</b>	<b>97,00,084</b>	<b>0</b>	<b>97,00,084</b>	<b>100</b>
(3) Invalid votes:	0	0	0	--





**Item No. 7 as a Special Resolution:** To consider re-appointment of Mrs. Sonia Barman (DIN 06910929) as an Independent Director of the Company whose term of office expires on 21st September, 2019 for a further period of five years with effect from 22nd September, 2019.

(1)Voted in favour of the resolution	97,00,084	0	97,00,084	100
(2) Voted against the resolution	0	0	0	0
<b>Total</b>	<b>97,00,084</b>	<b>0</b>	<b>97,00,084</b>	<b>100</b>
(3) Invalid votes:	0	0	0	--

**Item No. 8 as an Ordinary Resolution:** To consider and approve payment of remuneration to M/s Shome & Banerjee, Cost Accountant (FRN 000001) for audit of cost records of the Company for financial year 2018-19.

(1)Voted in favour of the resolution	97,00,084	0	97,00,084	100
(2) Voted against the resolution	0	0	0	0
<b>Total</b>	<b>97,00,084</b>	<b>0</b>	<b>97,00,084</b>	<b>100</b>
(3) Invalid votes:	0	0	0	--

**Item No. 9 as an Ordinary Resolution** To approve the entities belonging to a former Promoter Group of the Company headed by Mr Anil Kumar Ruia be reclassified as public.





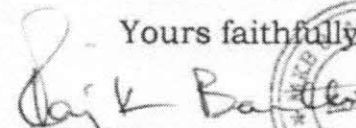
(1)Voted in favour of the resolution	97,00,084	0	97,00,084	100
(2) Voted against the resolution	0	0	0	0
<b>Total</b>	<b>97,00,084</b>	<b>0</b>	<b>97,00,084</b>	<b>100</b>
(3) Invalid votes:	0	0	0	--

Based on the aforesaid results, the resolution no.(s) 1 to 9<sup>t</sup> as contained in the Notice have been passed unanimously.

The remote e- voting register and other related papers/ registers and records is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the minutes of the Meeting are signed.

Thanking you,

Yours faithfully

  
Raj Kumar Banthia  
Partner



Date: 11<sup>th</sup> September, 2018  
Place: Kolkata

MKB & Associates  
Membership No.: 17190  
COP No.: 18428  
FRN: P2010WB042700