



# THE GROB TEA CO. LTD.

10<sup>th</sup> August, 2023

National Stock Exchange of India Limited. Listing Department Exchange Plaza Bandra(E), Mumbai 400 051	The Secretary The Calcutta Stock Exchange Ltd 7 Lyons Range Kolkata 700 001
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### **Sub: Scrutinizers Report along With Voting Results**

Please find the attached herewith report dated 9<sup>th</sup> August, 2023 furnished by Mr. Mohan Ram Goenka, Practicing Company Secretary, who was appointed as the Scrutinizer to scrutinize the voting process connect with the AGM of the Members of the Company for your information and record. In terms of the said Report, all the resolutions proposed at the above AGM of the Company have been passed by the Members with requisite majority.

We also enclose the details of the voting results in respect /of the Resolutions in the prescribed format (vide SEBI-Circular No. CIR/CFD/CMD/8/2015 dated November 4, 2015), as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The above is for your information and record.

Yours faithfully,  
For The Grob Tea Co. Ltd.

CHITRA JAISWAL  
Digitally signed by  
CHITRA JAISWAL  
Date: 2023.08.10  
11:56:10 +05'30'  
Chitra Jaiswal  
Company Secretary

Format for Voting Result

Date of AGM	09-Aug-23
Total No of Shareholders on Record Date	2314
No. of shareholders present in the meeting either in person or through proxy: Promoter or Promoter Group Public Total	NA
No. of shareholders attending the meeting through Video Conferencing Promoter or Promoter Group Public Total	5 21 26

ANNEXURE

Agenda				Resolution 1 - Adoption of Financial Statements (Ordinary Resolution)				
Whether promoter /promoter group are interested in the Agenda/ resolution				No				
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
Promoter and Promoter Group	E Voting	871658	871658	100.00%	871658	-	100.00%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		871658	100.00%	871658	-	100.00%	-
Public - Institutional holders	E Voting	738	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Others	E Voting	222307	74530	33.53%	74428	102	99.86%	0.14%
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		74530	33.53%	74428	102	99.86%	0.14%
<b>Total</b>		1094703	946188	86.43%	946086	102	99.99%	0.01%
Agenda				Resolution 2 - Approval of dividend (Ordinary Resolution)				
Whether promoter /promoter group are interested in the Agenda/ resolution				No				
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
Promoter and Promoter Group	E Voting	871658	871658	100.00%	871658	-	100.00%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		871658	100.00%	871658	-	100.00%	-
Public - Institutional holders	E Voting	738	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Others	E Voting	222307	74530	33.53%	74428	102	99.86%	0.14%
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		74530	33.53%	74428	102	99.86%	0.14%
<b>Total</b>		1094703	946188	86.43%	946086	102	99.99%	0.01%

Agenda				Resolution 3 - Re -Appointment of Mrs. Indra Agarwal as a Director (Ordinary Resolution)				
Whether promoter /promoter group are interested in the Agenda/ resolution				No				
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
Promoter and Promoter Group	E Voting	871658	871658	100.00%	871658	-	100.00%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		871658	100.00%	871658	-	100.00%	-
Public - Institutional holders	E Voting	738	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Others	E Voting	222307	74530	33.53%	74428	102	99.86%	0.14%
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		74530	33.53%	74428	102	99.86%	0.14%
<b>Total</b>		1094703	946188	86.43%	946086	102	99.99%	0.01%
Agenda resolution				Resolution 4 - Appointment of Mr. Nirmal Kumar Goyal as an Independent Director (Special Resolution)				
Agenda resolution				No				
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
Promoter and Promoter Group	E Voting	871658	871658	100.00%	871658	-	100.00%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		871658	100.00%	871658	-	100.00%	-
Public - Institutional holders	E Voting	738	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Others	E Voting	222307	74530	33.53%	74428	102	99.86%	0.14%
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		74530	33.53%	74428	102	99.86%	0.14%
<b>Total</b>		1094703	946188	86.43%	946086	102	99.99%	0.01%
Agenda resolution				Resolution 5 - To ratify the remuneration payable to the Cost Auditor appointed by the Board of Directors of the Company for the financial year 2023-24 (Ordinary Resolution)				
Agenda resolution				No				
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
Promoter and Promoter Group	E Voting	871658	871658	100.00%	871658	-	100.00%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		871658	100.00%	871658	-	100.00%	-
Public - Institutional holders	E Voting	738	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Others	E Voting	222307	74530	33.53%	74428	102	99.86%	0.14%
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		74530	33.53%	74428	102	99.86%	0.14%
<b>Total</b>		1094703	946188	86.43%	946086	102	99.99%	0.01%

Agenda resolution				Resolution 6 - Re-appointment of Mr. Pradeep Kumar Agarwal, as a Managing Director of the Company(Special Resolution)				
				Yes				
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
<b>Promoter and Promoter Group</b>	E Voting	871658	830998	95.34%	830998	-	100.00%	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		830998	95.34%	830998	-	100.00%	-
<b>Public - Institutional holders</b>	E Voting	738	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
<b>Public - Others</b>	E Voting	222307	74530	33.53%	74428	102	99.86%	0.14%
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		74530	33.53%	74428	102	99.86%	0.14%
<b>Total</b>		1094703	905528	82.72%	905426	102	99.99%	0.01%



# MR & Associates

COMPANY SECRETARIES

46, B. B. Ganguly Street, 406, Kolkata - 700 012

Tel No: 033 2237 9517 / 4007 7907

Email : mrasso1996@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 Annual General Meeting (AGM) of the Members of THE GROB TEA CO LTD (CIN: L74110WB1895PLC000963), held on Wednesday, the 9<sup>th</sup> day of August, 2023 at 02.00 P.M. 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 THE GROB TEA CO LTD (the Company) for the purpose of Scrutinizing the process of (i) revoting through remote e-voting (i.e., voting prior to AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM) and (ii) e-voting system provided in the Meeting (process of e-voting at the venue of AGM through electronic voting system) on the resolutions contained in the notice dated June 30, 2023 ("Notice") issued in accordance with the Ministry of Corporate Affairs ("MCA") General Circular No. 20/2020 dated May 5, 2020, General Circular No. 02/ 2021 dated January 13, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 2/2022 dated May 5, 2022, General Circular No. 10/2022 dated 28th December, 2022 and all other relevant circulars issued from time to time (collectively referred to as "MCA Circulars"), 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. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the AGM of the Company is being held through VC/OAVM. The AGM was convened on Wednesday, the 9<sup>th</sup> day of August, 2023 at 02.00 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 June 30, 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 National Securities Depository Limited (NSDL), 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 equity shares as on the "cut-off date" i.e. August 2, 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 and the Circulars issued by the Ministry of Corporate Affairs, the remote e-voting facility was kept open from Sunday, August 6, 2023 (9:00 A.M. IST) till Tuesday, August 8, 2023 (5.00 P.M. IST) and pursuant to MCA Circulars referred above, the Company had also provided venue 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 National Securities Depository Limited (NSDL).
5. After the closure of remote e-voting at the AGM, the report on voting done at the AGM electronically and the votes cast under remote e-voting facility prior to the AGM were unblocked and 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 32 members have casted their votes through remote e-voting facility and 0 member had casted its votes through e-voting system provided in the Meeting. The brief analysis of the results of the voting through Remote e-voting facility and e-voting system provided in the Meeting, based on the report generated by NSDL, scrutinized on test-check basis and relied upon by me, are as under:

**Item No. 1- Ordinary Resolution :**

To receive, consider and adopt Audited Financial Statements of the Company for the financial year ended 31st March, 2023, together with the Board of Directors and Auditors report thereon

Particulars	No. of votes contained in Remote E-Voting & E-voting at AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	31	946086	31	946086	99.9892
Dissent	1	102	1	102	0.0108
<b>Total</b>	<b>32</b>	<b>946188</b>	<b>32</b>	<b>946188</b>	<b>100.00</b>
Abstain / Invalid	0	0	-	-	-



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

To declare a dividend for the financial year ended 31st March, 2023.

Particulars	No. of votes contained in Remote E-Voting & E-voting at AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	31	946086	31	946086	99.9892
Dissent	1	102	1	102	0.0108
Total	32	946188	32	946188	100.00
Abstain / Invalid	0	0	-	-	-

**Item No. 3 - Ordinary Resolution :**

To re-appoint Mrs. Indra Agarwal (DIN: 00704025) who retires by rotation and being eligible, offers himself for re-appointment

Particulars	No. of votes contained in Remote E-Voting & E-voting at AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	31	946086	31	946086	99.9892
Dissent	1	102	1	102	0.0108
Total	32	946188	32	946188	100.00
Abstain / Invalid	0	0	-	-	-

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

Appointment of Mr. Nirmal Kumar Goyal, as an Independent Director of the Company.

Particulars	No. of votes contained in Remote E-Voting & E-voting at AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	31	946086	31	946086	99.9892
Dissent	1	102	1	102	0.0108
Total	32	946188	32	946188	100.00
Abstain / Invalid	0	0	-	-	-



**Item No. 5 - Ordinary Resolution :**

To ratify the remuneration payable to the Cost Auditor appointed by the Board of Directors of the Company for the financial year 2023-24

Particulars	No. of votes contained in Remote E-Voting & E-voting at AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	31	946086	31	946086	99.9892
Dissent	1	102	1	102	0.0108
Total	32	946188	32	946188	100.00
Abstain / Invalid	0	0	-	-	-

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

Re-appointment of Mr. Pradeep Kumar Agarwal, as a Managing Director of the Company

Particulars	No. of votes contained in Remote E-Voting & E-voting at AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	30	905426	30	905426	99.9887
Dissent	1	102	1	102	0.0113
Total	31	905528	31	905528	100.00
Abstain / Invalid	1	*40660	-	-	-

\*voting by interested person taken into abstained

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

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

Place: Kolkata  
Date: 10.08.2023



MOHAN RAM GOENKA Digitally signed by MOHAN RAM GOENKA  
Date: 2023.08.10 11:40:06 +05'30'

[M R Goenka]  
Partner  
C P No.: 2551  
UDIN No.: F004515E000775065