THE PERIA KARAMALAI TEA & PRODUCE CO LTD.

10.09.2019

To
The Listing Department
National Stock Exchange Limited
Exchange Plaza, C-1, Block-G
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
Scrip Symbol: PKTEA

The Listing Department
The Calcutta Stock Exchange Ltd.
7, Lyons Range
Kolkata – 700001
Scrip Code: 10026140

SUB: VOTING RESULTS AS REQUIRED UNDER REGULATION 44 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ALONG WITH CONSOLIDATED REPORT OF SCRUTINIZER.

Dear Sir/ Madam,

This is to inform you that the 106th Annual General Meeting ('AGM') of the Members of the Company was held on Monday, 9th day of September, 2019 at 11:00 A.M. at Far Pavillion, The Tollygunge Club Ltd., 120, Deshpran Sasmal Road, Kolkata- 700033. In this regard enclosed find herewith Voting Results (e-voting and Ballot) as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, we are also enclosing the Consolidated Report of the Scrutinizer on e-voting and voting through ballot paper at the 106th Annual General Meeting.

This is for your information and records.

Thanking You,

Yours Faithfully,

For The Peria Karamalai Tea & Produce Co Ltd

Saurav Singhania

The Peria Karamalai Tea & Produce Company Limited
Kolkata

Saurav Singhania

Company Secretary

Encl: As above

THE PERIA KARAMALAI TEA & PRODUCE COMPANY LIMITED
Voting Results

Date of the AGM/~~EGM~~	09-09-2019
Total number of shareholders on record date	4609
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	16
Public:	74
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	N.A.

Item No. 1: Adoption of the Audited Standalone Financial Statements including Audited Consolidated Financial Statements for the financial year ended 31st March, 2019 together with the Reports of the Board of Directors and the Report of the Auditors thereon.

Resolution required : (Ordinary/Special)	**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
		(1)	(2)	(3)= [(2)/(1)*100]	(4)	(5)	(6) = [(4)/(2)*100]	(7) = [(5)/(2)*100]
Promoter and Promoter Group	E-Voting	1496390	1496390	100	1496390	0	100	0
	Poll		0	0	0	0	0	0
	Total		1496390	100	1496390	0	100	0
Public Institutions	E-Voting	389475	205420	52.743	205420	0	100	0
	Poll		0	0	0	0	0	0
	Total		205420	52.743	205420	0	100	0
Public Non Institutions	E-Voting	1210014	29	0.002	0	29	0	100
	Poll		18092	1.495	18092	0	100	0
	Total		18121	1.497	18092	29	99.840	0.160
Total		**3095879**	**1719931**	**55.555**	**1719902**	**29**	**99.998**	**0.002**

The Peria Karamalai Tea & Produce Company Limited
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Item No. 2: Declaration of Dividend on the Equity Shares of the Company for the financial year ended 31st March, 2019

Resolution required : (Ordinary/Special)	**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
		(1)	(2)	(3)= [(2)/(1)*100]	(4)	(5)	(6) = [(4)/(2)*100]	(7) = [(5)/(2)*100]
Promoter and Promoter Group	E-Voting	1496390	1496390	100	1496390	0	100	0
	Poll		0	0	0	0	0	0
	Total		1496390	100	1496390	0	100	0
Public Institutions	E-Voting	389475	205420	52.743	205420	0	100	0
	Poll		0	0	0	0	0	0
	Total		205420	52.743	205420	0	100	0
Public Non Institutions	E-Voting	1210014	29	0.002	29	0	100	0
	Poll		18092	1.495	18092	0	100	0
	Total		18121	1.497	18121	0	100	0
Total		**3095879**	**1719931**	**55.555**	**1719931**	**0**	**100**	**0**

Item No. 3: Re-appointment of Mr. Shreeyash Bangur (DIN 00012825), as a Director of the Company, liable to retire by rotation.

Resolution required : (Ordinary/Special)	**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
		(1)	(2)	(3)= [(2)/(1)*100]	(4)	(5)	(6) = [(4)/(2)*100]	(7) = [(5)/(2)*100]
Promoter and Promoter Group	E-Voting	1496390	1496390	100	1496390	0	100	0
	Poll		0	0	0	0	0	0
	Total		1496390	100	1496390	0	100	0

The Peria Karamalai Tea & Produce Company Limited Kolkata

Public Institutions	E-Voting	389475	205420	52.743	205420	0	100	0
	Poll		0	0	0	0	0	0
	Total		205420	52.743	205420	0	100	0
Public Non Institutions	E-Voting	1210014	29	0.002	0	29	0	100
	Poll		18092	1.495	18092	0	100	0
	Total		18121	1.497	18092	29	99.840	0.160
Total		**3095879**	**1719931**	**55.555**	**1719902**	**29**	**99.998**	**0.002**

Item No. 4: Ratification of the appointment of M/s. Srikishen & Co., Chartered Accountants having Registration No. 004009S, as Statutory Auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company on such remuneration as may be determined by the Board of Directors on the recommendation of the Audit Committee of the Company in accordance with Section 139, 141, 142 of Companies Act, 2013.

Resolution required : (Ordinary/Special)	**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
		(1)	(2)	(3)= [(2)/(1)*100]	(4)	(5)	(6) = [(4)/(2)*100]	(7) = [(5)/(2)*100]
Promoter and Promoter Group	E-Voting	1496390	1496390	100	1496390	0	100	0
	Poll		0	0	0	0	0	0
	Total		1496390	100	1496390	0	100	0
Public Institutions	E-Voting	389475	205420	52.743	205420	0	100	0
	Poll		0	0	0	0	0	0
	Total		205420	52.743	205420	0	100	0
Public Non Institutions	E-Voting	1210014	29	0.002	0	29	0	100
	Poll		18092	1.495	18092	0	100	0
	Total		18121	1.497	18092	29	99.840	0.160
Total		**3095879**	**1719931**	**55.555**	**1719902**	**29**	**99.998**	**0.002**

The Peria Karamalai Tea & Produce Company Limited
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Item No. 5: Re-appointment of Mr. Harischandra Maneklal Parekh (DIN: 00026530) as an Independent Non-Executive Director.

Resolution required : (Ordinary/Special)	**Special 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
		(1)	(2)	(3)= [(2)/(1)*100]	(4)	(5)	(6) = [(4)/(2)*100]	(7) = [(5)/(2)*100]
Promoter and Promoter Group	E-Voting	1496390	1496390	100	1496390	0	100	0
	Poll		0	0	0	0	0	0
	Total		1496390	100	1496390	0	100	0
Public Institutions	E-Voting	389475	205420	52.743	205420	0	100	0
	Poll		0	0	0	0	0	0
	Total		205420	52.743	205420	0	100	0
Public Non Institutions	E-Voting	1210014	29	0.002	0	29	0	100
	Poll		18092	1.495	18061	31	99.829	0.171
	Total		18121	1.497	18061	60	99.669	0.331
Total		**3095879**	**1719931**	**55.555**	**1719871**	**60**	**99.997**	**0.003**

Item No. 6: Re-appointment of Mr. Narasimhan Swaminathan (DIN: 02743671) as an Independent Non-Executive Director.

Resolution required : (Ordinary/Special)	**Special 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
		(1)	(2)	(3)= [(2)/(1)*100]	(4)	(5)	(6) = [(4)/(2)*100]	(7) = [(5)/(2)*100]
Promoter and Promoter Group	E-Voting	1496390	1496390	100	1496390	0	100	0
	Poll		0	0	0	0	0	0
	Total		1496390	100	1496390	0	100	0
Public	E-Voting	389475	205420	52.743	205420	0	100	0

Kolkata

Institutions								
	Poll		0	0	0	0	0	0
	Total		205420	52.743	205420	0	100	0
Public Non Institutions	E-Voting	1210014	29	0.002	0	29	0	100
	Poll		18092	1.495	18061	31	99.829	0.171
	Total		18121	1.497	18061	60	99.669	0.331
Total		**3095879**	**1719931**	**55.555**	**1719871**	**60**	**99.997**	**0.003**

Item No. 7: Re-appointment of Mr. Pudugramam Ramachandran Ramakrishnan (DIN: 02715749) as an Independent Non-Executive Director.

Resolution required : (Ordinary/Special)	**Special 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
		(1)	(2)	(3)= [(2)/(1)*100]	(4)	(5)	(6) = [(4)/(2)*100]	(7) = [(5)/(2)*100]
Promoter and Promoter Group	E-Voting	1496390	1496390	100	1496390	0	100	0
	Poll		0	0	0	0	0	0
	Total		1496390	100	1496390	0	100	0
Public Institutions	E-Voting	389475	205420	52.743	205420	0	100	0
	Poll		0	0	0	0	0	0
	Total		205420	52.743	205420	0	100	0
Public Non Institutions	E-Voting	1210014	29	0.002	0	29	0	100
	Poll		18092	1.495	18061	31	99.829	0.171
	Total		18121	1.497	18061	60	99.669	0.331
Total		**3095879**	**1719931**	**55.555**	**1719871**	**60**	**99.997**	**0.003**

Thanking You,

Yours faithfully,

Saurav Singhania

Saurav Singhania
Company Secretary

The Peria Karamalai Tea & Produce Company Limited
Kolkata

VINOD KOTHARI & COMPANY

Practising Company Secretaries
1006-1009, Krishna Building, 224 A.J.C. Bose Road
Kolkata – 700 017, India
Phone: +91 – 33 – 2281 7715 | 1276 | 3742
email: vinod@vinodkothari.com
Web: www.vinodkothari.com
Unique Code – P1996WB042300
PAN No -AAMFV6726E
GSTIN No. - 19AAMFV6726E1ZR
Udyog Aadhaar Number – WB10D0000448

To,
The Chairman,
The Peria Karamalai Tea & Produce Company Limited,
7, Munshi Premchand Sarani,
Hastings,
Kolkata - 700 022

Re: Consolidated Report of Scrutinizer for 106th (Hundred and Sixth) Annual General Meeting of the Shareholders of The Peria Karamalai Tea & Produce Company Limited (hereinafter referred to as "Company"), at Far Pavillion, The Tollygunge Club Ltd., 120, Deshpran Sasmal Road, Kolkata - 700033 on Monday, the 9th Day of September, 2019 at 11:00 A.M.

In terms of authority of the Board Resolution dated 20th May, 2019, the Company has appointed Vinod Kothari & Company, Practising Company Secretaries, having its office at 1006-1009, Krishna Building, 224 A.J.C. Bose Road. Kolkata-700017, as the Scrutinizer for the purpose of scrutinizing the remote e-voting and the voting process conducted by poll on the below mentioned Resolutions passed at the 106th Annual General Meeting ('AGM') of the Company, held at Far Pavillion, The Tollygunge Club Ltd.,120, DeshpranSasmal Road, Kolkata- 700033 on Monday, 9th day of September, 2019 at 11:00 A.M.

In this regard, we hereby submit our Report on scrutiny:

1. The Company had appointed Central Depository Services (India) Limited ('CDSL') as the Service Provider (Agency), for the purpose of extending the facility of remote e-voting to the Members of the Company;

2. The Registrar and Share Transfer Agent (RTA) of the Company is M/s SKDC Consultants Limited;

3. The cut-off date for the purposes of identifying the Members who were entitled to vote on the Resolutions placed for approval was 2nd September, 2019;

4. As prescribed in Rule 20 of the Companies (Management and Administration) Rules, 2014 the remote e-voting facility was kept open for three days i.e from September 6, 2019 10.00 A.M. till September 8, 2019 till 5.00 P.M;

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5. At the venue of the AGM of the Company, held on September 9, 2019, the facility to vote by poll was provided to only those members who did not participate through remote e-voting to record their votes;

6. The remote e-voting and the poll cast, including the proxies, at the AGM were reconciled with the records maintained by the RTA of the Company and the authorizations / proxies lodged with the Company;

7. After counting the votes of the voting conducted at the venue of the AGM, through electronic voting, the votes cast through remote e-voting facility was duly unblocked by me (the undersigned) as the Scrutinizer, in the presence of Ms. Smriti Wadehra and Ms. Dibisha Mishra, who acted as the witnesses, as prescribed in Sub Rule 4(xii) of Rule 20 of the said Rules;

8. Thereafter, we as the Scrutinizer, duly compiled the details of the remote e-voting carried out by the Members together with the physical voting done at the venue of the AGM;

We hereby submit our Consolidated Report. In this regard, we have separately, given our report for the results of the polling process carried at the Meeting, as required by Section 108 and 109 of the Companies Act, 2013 conducted at the Meeting which forms part of this report.

1. The summary of the results of the voting on each resolution by adding the votes received in favour and against a resolution by both the means i.e., through poll as well as remote e-voting are as under:

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Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
No.1	43	1719902	99.998	2	29	0.002	3	100
No.2	45	1719931	100	0	0	0	3	100
No.3	43	1719902	99.998	2	29	0.002	3	100
No.4	43	1719902	99.998	2	29	0.002	3	100
No. 5	32	1719871	99.997	13	60	0.003	3	100
No. 6	32	1719871	99.997	13	60	0.003	3	100
No. 7	32	1719871	99.997	13	60	0.003	3	100

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2. The consolidated result of the remote e-voting and the poll on the matter put to vote at the Meeting is as under:

a) Resolution No. 1: To receive, consider and adopt:

- **The Annual Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019 including the Audited Balance Sheet as at March 31, 2019 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.**

- **The Annual Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 including the Audited Balance Sheet as at March 31, 2019 and Statement of Profit & Loss for the year ended on that date and the Report of the Auditors thereon.**

Resolution required:			**Ordinary Resolution**					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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 and Promoter Group	**E-Voting**	1496390	1496390	100	1496390	0	100	0
	Poll		0	0	0	0	0	0
	Total		1496390	100	1496390	0	100	0

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Public-Institutions	E-Voting	389475	205420	52.743	205420	0	100	0
	Poll		0	0	0	0	0	0
	Total		205420	52.743	205420	0	100	0
Public-Non Institutions	E-Voting	1210014	29	0.002	0	29	0	100
	Poll		18092	1.495	18092	0	100	0
	Total		18121	1.497	18092	29	99.840	0.160
Total		**3095879**	**1719931**	**55.555**	**1719902**	**29**	**99.998**	**0.002**

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Udyog Aadhaar Number – WB10D0000448

b) Resolution No.2: To declare dividend on equity shares for the financial year ended 31ST March, 2019

Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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 and Promoter Group	E-Voting	1496390	1496390	100	1496390	0	100	0
	Poll		0	0	0	0	0	0
	Total		1496390	100	1496390	0	100	0
Public-Institutions	E-Voting	389475	205420	52.743	205420	0	100	0
	Poll		0	0	0	0	0	0
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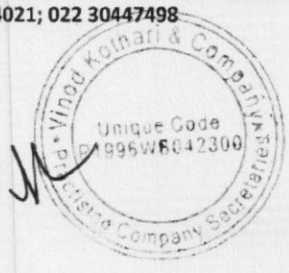
Public-Non Institutions	E-Voting	1210014	29	0.002	29	0	100	0
	Poll		18092	1.495	18092	0	100	0
	Total		18121	1.497	18121	0	100	0
Total		**3095879**	**1719931**	**55.555**	**1719931**	**0**	**100**	**0**



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Udyog Aadhaar Number – WB10D0000448

c) **Resolution No.3: To appoint a director in place of Mr. Shreeyash Bangur (holding DIN 00012825), who retires by rotation and being eligible, offers himself for re-appointment.**

Resolution required:			**Ordinary Resolution**					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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 and Promoter Group	**E-Voting**	1496390	1496390	100	1496390	0	100	0
	Poll		0	0	0	0	0	0
	Total		1496390	100	1496390	0	100	0
Public-Institutions	**E-Voting**	389475	205420	52.743	205420	0	100	0
	Poll		0	0	0	0	0	0
	Total		205420	52.743	205420	0	100	0
Public-Non Institutions	**E-Voting**	1210014	29	0.002	0	29	0	100
	Poll		18092	1.495	18092	0	100	0
	Total		18121	1.497	18092	29	99.840	0.160
Total		**3095879**	**1719931**	**55.555**	**1719902**	**29**	**99.998**	**0.002**

Vinod Kothari & Company Unique Code P1996WB042300 Company Secretaries

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Udyog Aadhaar Number – WB10D0000448

d) Resolution 4: To ratify the appointment of M/s Srikishen & Co., Chartered Accountants (Firm Registration No. 004009S) as Statutory Auditors of the Company for the Financial Year 2019-20 and to fix their remuneration and in this connection to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the appointment of M/s Srikishen & Co., Chartered Accountants (Firm Registration No.004009S) Statutory Auditors of the Company be and is hereby ratified as Statutory Auditors for the financial year 2019-20, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company on such remuneration as shall be fixed by the Board of Directors of the Company based on recommendations of the Audit Committee."

Resolution required:			**Ordinary Resolution**					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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 and	**E-Voting**	1496390	1496390	100	1496390	0	100	0

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PAN No -AAMFV6726E
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Promoter Group	**Poll**		0	0	0	0	0	0
	Total		1496390	100	1496390	0	100	0
Public-Institutions	**E-Voting**	389475	205420	52.743	205420	0	100	0
	Poll		0	0	0	0	0	0
	Total		205420	52.743	205420	0	100	0
Public-Non Institutions	**E-Voting**	1210014	29	0.002	0	29	0	100
	Poll		18092	1.495	18092	0	100	0
	Total		18121	1.497	18092	29	99.840	0.160
Total		**3095879**	**1719931**	**55.555**	**1719902**	**29**	**99.998**	**0.002**

e) **Resolution 5:** Re-appointment of Mr. Harischandra Maneklal Parekh as an Independent Non-Executive Director and in this connection to consider and, if thought fit, to pass with or without modification, the following resolution as a **SPECIAL RESOLUTION**:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and relevant rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) and 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Harischandra Maneklal Parekh [DIN: 00026530], Independent Non-Executive Director of the Company, in respect of whom the Company has received requisite declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who has attended the age of seventy five years and who is eligible for reappointment, be and is hereby appointed as Independent Non- Executive Director of the Company for a second term of five consecutive years with effect from 22nd September, 2019 and that he shall not be liable to retire by rotation.

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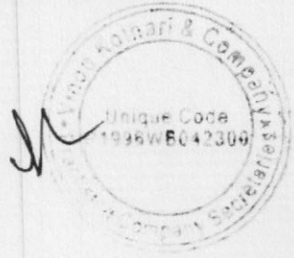
RESOLVED FURTHER THAT any Director and/ or the Company Secretary of the Company be and are hereby severally authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this resolution and matters incidental thereto".

Resolution required:			**Special Resolution**					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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 and Promoter Group	**E-Voting**	1496390	1496390	100	1496390	0	100	0
	Poll		0	0	0	0	0	0
	Total		1496390	100	1496390	0	100	0
Public-Institutions	**E-Voting**	389475	205420	52.743	205420	0	100	0
	Poll		0	0	0	0	0	0
	Total		205420	52.743	205420	0	100	0
Public-Non Institutions	**E-Voting**	1210014	29	0.002	0	29	0	100
	Poll		18092	1.495	18061	31	99.829	0.171
	Total		18121	1.497	18061	60	99.669	0.331
Total		**3095879**	**1719931**	**55.555**	**1719871**	**60**	**99.997**	**0.003**



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f) **Resolution 6:** Re-appointment of Mr. Narasimhan Swaminathan as an Independent Non-Executive Director and in this connection to consider and, if thought fit, to pass with or without modification, the following resolution as a **SPECIAL RESOLUTION**:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and relevant rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) and 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Narasimhan Swaminathan [DIN: 02743671], Independent Non-Executive Director of the Company , in respect of whom the Company has received requisite declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who has attended the age of seventy five years and who is eligible for reappointment, be and is hereby appointed as Independent Non-Executive Director of the Company for a second term of five consecutive years with effect from 22nd September, 2019 and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and are hereby severally authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this resolution and matters incidental thereto".

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Resolution required:			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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 and Promoter Group	E-Voting	1496390	1496390	100	1496390	0	100	0
	Poll		0	0	0	0	0	0
	Total		1496390	100	1496390	0	100	0
Public-Institutions	E-Voting	389475	205420	52.743	205420	0	100	0
	Poll		0	0	0	0	0	0
	Total		205420	52.743	205420	0	100	0
Public-Non Institutions	E-Voting	1210014	29	0.002	0	29	0	100
	Poll		18092	1.495	18061	31	99.829	0.171
	Total		18121	1.497	18061	60	99.669	0.331
Total		**3095879**	**1719931**	**55.555**	**1719871**	**60**	**99.997**	**0.003**

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g) **Resolution 7:** Re-appointment of Mr. Pudugramam Ramachandran Ramakrishnan as an Independent Non-Executive Director and in this connection to consider and, if thought fit, to pass with or without modification, the following resolution as a **SPECIAL RESOLUTION**:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and relevant rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Pudugramam Ramachandran Ramakrishnan [DIN: 02715749], Independent Non-Executive Director of the Company , in respect of whom the Company has received requisite declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, be and is hereby appointed as Independent Non-Executive Director of the Company for a second term of five consecutive years with effect from 22nd September, 2019 and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and are hereby severally authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this resolution and matters incidental thereto".

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Resolution required:			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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 and Promoter Group	E-Voting	1496390	1496390	100	1496390	0	100	0
	Poll		0	0	0	0	0	0
	Total		1496390	100	1496390	0	100	0
Public-Institutions	E-Voting	389475	205420	52.743	205420	0	100	0
	Poll		0	0	0	0	0	0
	Total		205420	52.743	205420	0	100	0
Public-Non Institutions	E-Voting	1210014	29	0.002	0	29	0	100
	Poll		18092	1.495	18061	31	99.829	0.171
	Total		18121	1.497	18061	60	99.669	0.331
Total		**3095879**	**1719931**	**55.555**	**1719871**	**60**	**99.997**	**0.003**

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3) The details of the remote e-voting, polling process and all other relevant records such as authorizations and proxy papers will be sealed and handed over to the Company Secretary, authorized by the Board for safe keeping.
4) All the above resolutions were passed with requisite majority.
5) Invalid votes/polling papers have not been taken into account for counting valid votes.
6) Figures have been rounded off to their nearest numbers for ease of representations.
7) We have taken figures in percentage upto three decimal places.

Date: 10.09.2019
Place: Kolkata

For Vinod Kothari & Company
Practising Company Secretaries

Vinod Kothari & Company * Unique Code P1996WB042300 * Company Secretaries

Arun Kumar Maitra
Partner
CP No.: 14490
Membership No. A3010