



THE PERIA KARAMALAI TEA & PRODUCE CO LTD.

17.12.2024

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

SUB: Disclosure of Voting Results of Postal Ballot conducted through remote e voting process in terms of Regulation 30 & 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Consolidated Scrutinizer's Report

Dear Sir/Madam,

Pursuant to Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the following:

- 1) Proceedings of the Postal Ballot results declared on Tuesday, 17th December, 2024.
- 2) Voting results for Postal Ballot conducted pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 ('Act') and Rules 20 & 22 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 3) Consolidated Scrutinizer's Report on Postal Ballot dated 17th December, 2024 issued by Vinod Kothari & Company pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 ('Act') and Rules 20 & 22 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to please take the information on your record.

Thanking You,
Yours Faithfully,

For The Peria Karamalai Tea & Produce Co Ltd

Saurav Singhania
Company Secretary
M No A27227
Encl: As above

L N B A N G U R G R O U P O F C O M P A N I E S



REGISTERED OFFICE

7, Munshi Premchand Sarani, Hastings, Kolkata - 700 022,
India L: +91 33 22237128 / 29 | F: +91 33 22231569

CORPORATE ADDRESS

'Athiva,' Plot No. C2, Sector - III, HUDA Techno Enclave,
Madhapur, Hyderabad - 500081, Telangana, India L: +91 40 69282828



THE PERIA KARAMALAI TEA & PRODUCE CO LTD.

Proceedings of Postal Ballot

PROCEEDINGS OF THE RESOLUTION PASSED BY WAY OF POSTAL BALLOT THROUGH REMOTE E-VOTING PROCESS BY THE MEMBERS OF THE PERIA KARAMALAI TEA & PRODUCE CO LIMITED ON 13TH DECEMBER 2024, RESULTS OF WHICH WERE DECLARED ON TUESDAY, 17TH DECEMBER, 2024 AT THE REGISTERED OFFICE OF THE COMPANY AT 7, MUNSHI PREMCHAND SARANI, HASTINGS, KOLKATA - 700022

The Board of Directors of the Company at its meeting held on Tuesday, 5th November, 2024, had proposed to conduct a Postal Ballot pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 ('Act') and Rules 20 & 22 of the Companies (Management & Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), read with the General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 20/2020 dated 05th May, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No 10/2021 dated 23rd June, 2021, General Circular No. 20/2021 dated 8th December, 2021, General Circular No. 3/2022 dated 05th May, 2022, General Circular No. 11/2022 dated 28th December, 2022, General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 ("General Circulars") issued by the Ministry of Corporate Affairs ("MCA"), as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), as amended from time to time and the Secretarial Standards on General Meetings issued by The Institute of Company Secretaries of India ("SS-2") seeking consent of its Members for the Special Businesses, which was proposed to be passed as a Special Resolution as mentioned below by way of Postal Ballot Process through remote e-voting. ("Postal Ballot/"E-voting").

1. **SPECIAL RESOLUTION:** APPOINTMENT OF MR. AMITAV KOTHARI (DIN: 01097705) AS AN INDEPENDENT - NON-EXECUTIVE DIRECTOR.
2. **SPECIAL RESOLUTION:** APPOINTMENT OF MR. RAJIV KAPASI (DIN: 02208714) AS AN INDEPENDENT - NON-EXECUTIVE DIRECTOR.

Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations & Disclosures Requirements), Regulation 2015, the Company had provided e-voting facility to all Members who were members as on the cut-off date i.e. 8th November, 2024 and appointed Central Depository Services (India) Limited (CDSL) as an agency to provide the e-voting platform. The Company had completed the dispatch of the Postal Ballot Notice to the Members on 13th November, 2024 and the e-voting period commenced from Thursday, 14th November, 2024 (9.00 a.m.) and ended on Friday, 13th December, 2024 (5.00 p.m.).

L N B A N G U R G R O U P O F C O M P A N I E S

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THE PERIA KARAMALAI TEA & PRODUCE CO LTD.

The Board of Directors had appointed M/s Vinod Kothari & Company, Practicing Company Secretary, as Scrutinizer for conducting the postal ballot (e-voting process) in a fair and transparent manner.

The deemed date of the passing the special resolutions is last date of closure of e-voting process i.e. 13th December, 2024.

The Company has published newspaper advertisement in the Business Standard (English All India Edition) and Ekdin (Bengali Edition) on 14th November, 2024 about the completion of dispatch of Postal Ballot Notice.

After due scrutiny of all the e-voting confirmations received till Friday, 13th December, 2024, last date of closure of e-voting, M/s Vinod Kothari & Company, Scrutinizer submitted the report dated 17th December, 2024 and the result was declared on Tuesday, 17th December, 2024 at the Registered Office of the Company at 7, Munshi Premchand Sarani, Kolkata - 700022.

This is for your information and records.

Thanking You,

Yours faithfully,

For The Peria Karamalai Tea & Produce Co. Ltd.

Saurav Singhania
Company Secretary
M No A27227

Dated : 17.12.2024

LN BANGUR GROUP OF COMPANIES



REGISTERED OFFICE

7, Munshi Premchand Sarani, Hastings, Kolkata - 700 022,
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CIN: LO1132WB1913PLC220832

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VOTING RESULTS AS PER REGULATION 44 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Date of the AGM/EGM/Postal Ballot (Last date of e voting)	13-12-2024
Total number of shareholders on record date	3790
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	N.A
Public:	N.A
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	N.A
Public:	N.A

Item No. 1: APPOINTMENT OF MR. AMITAV KOTHARI (DIN: 01097705) 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	1941612	1941612	100.0000	1941612	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		1941612	1941612	100.0000	1941612	0	100
Public Institutions	E-Voting	127077	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		127077	0	0	0	0	0
Public Non Institutions	E-Voting	1027190	58519	5.6970	47148	11371	80.5687	19.4313
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		1027190	58519	5.6970	47148	11371	80.5687
Total		3095879	2000131	64.6062	1988760	11371	99.4315	0.5685

Item No. 2: APPOINTMENT OF MR. RAJIV KAPASI (DIN: 02208714) 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	1941612	1941612	100.0000	1941612	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		1941612	1941612	100.0000	1941612	0	100
Public Institutions	E-Voting	127077	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		127077	0	0	0	0	0
Public Non Institutions	E-Voting	1027190	58519	5.6970	47218	11301	80.6883	19.3117
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		1027190	58519	5.6970	47218	11301	80.6883
Total		3095879	2000131	64.6062	1988830	11301	99.4350	0.5650

Accordingly, the Resolutions as set out in the Notice dated 5th November, 2024 was declared as passed with requisite majority on 13th December, 2024, being the last date fixed for e-voting by the Company.

For The Peria Karamalai Tea & Produce Co Ltd

Saurav Singhania
Company Secretary
M No A27227

VINOD KOTHARI & COMPANY

Practising Company Secretaries

B-42, Metropolitan Co-operative Housing Society, Dhapa

Kolkata – 700 105, India

Phone: 033 – 4501 7864

Email: corplaw@vinodkothari.com

Web: www.vinodkothari.com

Unique Code – P1996WB042300

PAN No. -AAMFV6726E

GSTIN No. - 19AAMFV6726E1ZR

Udyog Aadhaar Number – WB10D0000448

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

Sub: Consolidated Scrutinizer's Report on Postal Ballot conducted through remote e-voting pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of "The Peria Karamalai Tea & Produce Co Limited" ("Company").

Dear Sir,

1. I, Barsha Dikshit, Partner at Vinod Kothari & Company, Practising Company Secretaries, (Membership No ACS A48152/ C.P. No 18060) have been appointed as the Scrutinizer by the Board of Directors of the Company in terms of the resolutions passed in the meeting of the Board of Directors of the Company dated November 05, 2024 for the purpose of scrutinizing the postal ballot process to be conducted through remote e-voting as per the provisions of Section 110 read with section 108 of the Companies Act, 2013 ('the Act') and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('MGT Rules') read with amendments thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') on the businesses as mentioned in the Postal Ballot notice dated November 05, 2024.
2. In terms of Regulation 44 of the Listing Regulations and pursuant to Section 110 and Section 108 of the Act read with Rules 22 and 20 of MGT Rules in connection with all the resolutions proposed, the Company availed services of **Central Depository Services (India) Ltd. ('CDSL')** for facilitating voting through electronic means, as the authorized e-voting agency.
3. The Company had sent the Postal Ballot Notice dated November 05, 2024 to the members, whose names appeared on the Register of Members of the Company or of the Beneficial owners maintained by the National Securities Depository Limited (NSDL) and CDSL as on November 08, 2024 ("cut-off date") and who had registered their email IDs for receipt of the

Mumbai: 403-406, 175 Shreyas Chambers, D. N. Road, Fort, Mumbai-400 001
Delhi: Nukleus, 501 & 501A, 5th Floor, Salcon Rasvilas, District Centre, Saket, Delhi 110017
Bengaluru: 4, Union Street, Infantry Rd, Shivaji Nagar, Bengaluru, Karnataka 560001



documents in electronic form to their email addresses registered with their Depository Participants (in case of electronic Shareholding)/ the Company's Registrar and Transfer Agent (in case of Physical Shareholding).

4. In Compliance with the General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 20/2020 dated 05th May, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021, General Circular No. 20/2021 dated 8th December, 2021, General Circular No. 03/2022 dated 5th May, 2022, General Circular No. 11/2022 dated 28th December, 2022, General Circular No. 09/2023 dated 25th September, 2023 and General Circular No. 09/2024 dated 19th September, 2024 ("General Circulars") issued by the Ministry of Corporate Affairs (the "MCA"), the Notice was sent only through electronic mode to those members whose email addresses were registered with the Company/Depositories. The Notice was also made available on the Company's website at: www.periatea.com and on the website of the Stock Exchange where the equity shares of the Company is listed i.e., National Stock Exchange of India Ltd www.nseindia.com as well as on the website of CDSL, the agency engaged by the Company for providing the facility of remote e-voting to the members of the Company at www.evotingindia.com. Therefore, the voting through the Postal Ballot form was "Not Applicable".
5. The management of the Company is responsible to ensure the compliance with the requirements of the Act, rules, circulars and notifications issued by the Ministry of Corporate Affairs ("MCA") relating to voting through electronic means and Listing Regulations on the business set out in the Notice of Postal Ballot. My responsibility as a Scrutinizer is restricted to preparing a consolidated Scrutinizer's Report of the votes cast "IN FAVOUR" or "AGAINST" on the business set out in the Notice of the Postal Ballot, based on the reports generated from the e-voting system of CDSL, the authorized agency engaged by the Company.
6. The Company had published newspaper advertisements on November 14, 2024, in "Ekdin" in Bengali language and in "Business Standard" (All India Edition) in English language.
7. The shareholders of the Company holding shares as on the "cut-off date" i.e., November 08, 2024 are entitled to vote on the resolution as contained in the Notice of the Postal Ballot.
8. The remote e-voting period to facilitate e-voting by equity shareholders of the Company as at the "cut-off date" of **November 08, 2024**, commenced on **November 14, 2024, at 09:00 a.m.** and ended on **December 13, 2024 at 5.00 p.m.** and the CDSL e-voting platform was blocked thereafter.
9. The votes cast under remote e-voting facility were unblocked thereafter and I have scrutinized and reviewed the remote e-voting and votes cast therein based on the data downloaded from the CDSL e-voting system.

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Delhi: Nukleus, 501 & 501A, 5th Floor, Salcon Rasvilas, District Centre, Saket, Delhi 110017
Bengaluru: 4, Union Street, Infantry Rd, Shivaji Nagar, Bengaluru, Karnataka 560001



10. I now submit the Report as under:

Resolution 1: Special Resolution

Appointment of Mr. Amitav Kothari (DIN: 01097705) as an Independent - Non-Executive Director.

(i) Votes in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
57	19,88,760	99.4315%

(ii) Votes **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	11,371	0.5685%

(iii) **Invalid** votes:

Number of members voted	Number of votes cast by them
0	0

Resolution 2: Special Resolution

Appointment of Mr. Rajiv Kapasi (DIN: 02208714) as an Independent - Non-Executive Director.

(i) Votes in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
58	19,88,830	99.4350%

(ii) Votes **against** the resolution:

Number of members voted	Number of valid votes cast	% of total number of valid

Mumbai: 403-406, 175 Shreyas Chambers, D. N. Road, Fort, Mumbai-400 001

Delhi: Nukleus, 501 & 501A, 5th Floor, Salcon Rasvilas, District Centre, Saket, Delhi 110017

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	by them	votes cast
5	11,301	0.5650%

(iii) Invalid votes:

Number of members voted	Number of votes cast by them
0	0

11. Figures have been considered up to 4 decimal places.
12. In view of the above scrutiny, I hereby certify all the above Resolutions have been passed with requisite majority on December 13, 2024, being the last date fixed for e-voting by the Company.
13. The details of the remote e-voting and electronic voting at the meeting along with such as authorizations as have been received, will be sealed and handed over to the Director/Company Secretary/Authorised Representative, authorized by the Board for safe keeping.

For Vinod Kothari & Company
Practicing Company Secretaries



Barsha Dikshit

Barsha Dikshit
Partner

Membership No.: A48152

COP:18060

UDIN: A048152F003401700

Date: December 17, 2024
Place: Kolkata

Mumbai: 403-406, 175 Shreyas Chambers, D. N. Road, Fort, Mumbai-400 001
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