



THE PERIA KARAMALAI TEA & PRODUCE CO LTD.

CIN: L01132TZ1913PLC000350

10th February 2017

To
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051

Listing Department
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata - 700 001

Dear Sir,

Sub: Submission of voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Postal Ballot and Remote E-voting of the Company

The Board of Directors had sought approval of the Shareholders of the Company by Postal Ballot and Remote E-voting pursuant to the provisions of Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 - as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Special Resolution(s) as set out in the Postal ballot Notice dated 6th January, 2017 and all the resolutions in the Notice have been duly passed by the shareholders.

The Board of Directors had appointed Mr. M. D. Selvaraj, FCS, Proprietor of MDS & Associates, Company Secretaries, Coimbatore, as "Scrutinizer" for conducting the Postal Ballot and Remote E-voting process. The Postal ballot and Remote E-voting was conducted between Monday, 9th January 2017 at 09:00 Hours and Tuesday, 7th February 2017 at 17:00 Hours and the results of Postal Ballot & Remote E-voting were declared on Friday, 10th February 2017 at the Registered office of the Company.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the voting results, in the required format, in respect of the Postal ballot & Remote E-voting of the Company.

Kindly take the above on record.

Thanking you,

Yours faithfully,
For THE PERIA KARAMALAI TEA & PRODUCE CO.LTD


(R.V.SRIDHARAN)
Company Secretary



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

PANCHRATN, 286, Race Course Road, Coimbatore 641018 India
L:+91 422-2221352-54 | F:+91 422-2220380 | periatea@dataone.in

ESTATE OFFICE

Karamalai Group, Karamalai Bazaar (PO), Valparai-642130,
Coimbatore Dist. L:+91 4253-222440/221135 | F:+91 4253-221167

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Voting Results

Date of the AGM / EGM	N.A.
Total number of shareholders on record date (30 th December 2016)	4625
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: Shifting of Registered Office of the Company from the State of Tamil Nadu to the State of West Bengal								
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	14,96,390	14,96,390	100.00%	14,96,390	0	100.00%	0.00%
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Total	14,96,390	14,96,390	100.00%	14,96,390	0	100.00%	0.00%
Public Institutions	E-Voting	3,91,788	0	0.00%	0	0	0.00%	0.00%
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Total	3,91,788	0	0.00%	0	0	0.00%	0.00%
Public Non Institutions	E-Voting	12,07,701	9,729	0.81%	690	9,039	7.09%	92.91%
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		26,564	2.20%	24,940	1,624	93.89%	6.11%
	Total	12,07,701	36,293	3.00%	25,630	10,663	70.62%	29.38%
Total		30,95,879	15,32,683	49.51%	15,22,020	10,663	99.30%	0.70%

The above resolution was declared to have been passed with requisite majority as a Special Resolution.

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.

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Item No. 2: Alteration of the Memorandum of Association of the Company by insertion of a new sub-clause 22A

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	14,96,390	14,96,390	100.00%	14,96,390	0	100.00%	0.00%
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Total	14,96,390	14,96,390	100.00%	14,96,390	0	100.00%	0.00%
Public Institutions	E-Voting	3,91,788	0	0.00%	0	0	0.00%	0.00%
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Total	3,91,788	0	0.00%	0	0	0.00%	0.00%
Public Non Institutions	E-Voting	12,07,701	9,729	0.81%	0	9,729	0.00%	100.00%
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		26,564	2.20%	25,782	782	97.06%	2.94%
	Total	12,07,701	36,293	3.00%	25,782	10,511	71.04%	28.96%
Total		30,95,879	15,32,683	49.51%	15,22,172	10,511	99.31%	0.69%

The above resolution was declared to have been passed with requisite majority as a Special Resolution.



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THE PERIA KARAMALAI TEA & PRODUCE CO LTD.

CIN: L01132TZ1913PLC000350

Item No. 3: Alteration of Articles of Association of the Company by substitution of the existing Articles with a new set of Articles in line with the provisions of the Companies Act, 2013								
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	14,96,390	14,96,390	100.00%	14,96,390	0	100.00%	0.00%
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Total	14,96,390	14,96,390	100.00%	14,96,390	0	100.00%	0.00%
Public Institutions	E-Voting	3,91,788	0	0.00%	0	0	0.00%	0.00%
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	Total	3,91,788	0	0.00%	0	0	0.00%	0.00%
Public Non Institutions	E-Voting	12,07,701	9,729	0.81%	690	9,039	7.09%	92.91%
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		26,564	2.20%	25,767	797	97.00%	3.00%
	Total	12,07,701	36,293	3.00%	26,457	9,836	72.90%	27.10%
Total		30,95,879	15,32,683	49.51%	15,22,847	9,836	99.36%	0.64%

The above resolution was declared to have been passed with requisite majority as a Special Resolution.

Thanking You,

Yours faithfully,
For THE PERIA KARAMALAI TEA & PRODUCE CO.LTD

(R.V.SRIDHARAN)
Company Secretary



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MDS & Associates

Company Secretaries in Practice

M.D. Selvaraj M Com MBA FCS

"SURYA", 35, Mayflower Avenue, Sowripalayam Road, Coimbatore 641028.

Phone : 0422-2318780, 2316755, Fax : 0422-2314792, E-mail : mds@mdsservices.in, Web : www.mdsservices.in

SCRUTINIZER'S REPORT FOR POSTAL BALLOT AND REMOTE E-VOTING
(Pursuant to Section(s) 108 and 110 of the Companies Act, 2013 read with Rule 20
and 22 of the Companies (Management and Administration) Rules, 2014 - as
amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure
Requirements) Regulations, 2015)

Date: 9th February 2017

To

The Chairman

M/s. THE PERIA KARAMALAI TEA AND PRODUCE COMPANY LIMITED

(L01132TZ1913PLC000350)

No. 286, Race Course Road,

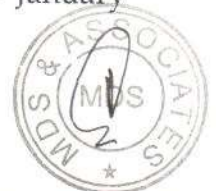
Coimbatore - 641018,

Tamil Nadu, India

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot and Remote E-voting conducted
pursuant to the provisions of Section 108 & 110 of the Companies Act, 2013
("the Act") read with Rule 20 & 22 of the Companies (Management and
Administration) Rules, 2014 - as amended and Regulation 44 of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015

I, M D Selvaraj, FCS, Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore, have been appointed by the Board of Directors of **M/s. THE PERIA KARAMALAI TEA AND PRODUCE COMPANY LIMITED** ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and to scrutinize the Postal Ballot forms received from the shareholders in a fair and transparent manner and for ascertaining the requisite majority on the Remote E-voting and Postal Ballot carried out in accordance with the provisions of Section 108 & 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Special Resolution(s) as set out in the Postal ballot Notice dated 6th January 2017.



Responsibility of the Management

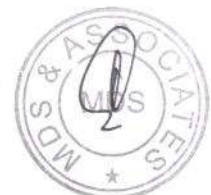
The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through Postal Ballot and electronic means on the Resolution(s) as set out in the Postal ballot Notice dated 6th January 2017.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the Postal Ballot and Remote E-voting process is restricted to the preparation of the Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) as set out in the Postal ballot Notice dated 6th January 2017, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the Authorised Agency engaged by the Company for providing e-voting facilities and of the Postal Ballot forms received up to 17:00 hours on Tuesday, 7th February 2017.

Further in addition to the above, I submit my report as under:

- On 8th January 2017, the Company has, through its Registrar and Transfer agent viz. M/s. SKDC Consultants Limited, Coimbatore, completed the dispatch / sending of Postal ballot Notice dated 6th January 2017 and the Postal Ballot form along with prepaid postage business reply envelope by Indian Registered Post/e-mail to its shareholders whose names appeared on the Register of Members / List of Beneficiaries as on 30th December 2016.
- The shareholders of the Company holding shares as on the "cut-off" date of 30th December 2016 were entitled to vote on the proposed resolutions as set out in Item Nos. 1 to 3 of the Postal ballot Notice.
- The voting period for remote e-voting commenced on Monday, 9th January 2017 at 09:00 Hours and ended on Tuesday, 7th February 2017 at 17:00 Hours. The Postal Ballot forms received up to 17:00 Hours on Tuesday, 7th February 2017 were considered for my scrutiny.



- I, as the Scrutinizer, unblocked the votes cast, on Tuesday, 7th February 2017 at 17:11 Hours in the presence of Ms. Perna Maheshwari (the undersigned as Witness No.1) and Mr. Masilamani (the undersigned as Witness No.2), who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 - as amended.

Witness No.1

Perna

.....
Name: Ms. Perna Maheshwari

Witness No.2

K. Masilamani

.....
Name: Mr. Masilamani

- I have scrutinized the postal ballot papers and remote e-voting and votes tendered therein and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 - as amended.

I now hereby submit my Consolidated Report on the Result of the Postal ballot together with that of the remote e-voting in respect of the said Resolution(s), as under:



SPECIAL BUSINESS

Resolution No: 1

Special resolution

Shifting of Registered Office of the Company from the State of Tamil Nadu to the State of West Bengal

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal Ballot	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	18	14,97,080	99.40%
Postal Ballot Form	47	24,940	93.89%
Total Voting	65	15,22,020	99.30%

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal Ballot	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	2	9,039	0.60%
Postal Ballot Form	25	1,624	6.11%
Total Voting	27	10,663	0.70%

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Postal Ballot Form	10	2978
Total Voting	10	2978



SPECIAL BUSINESS

Resolution No: 2

Special resolution

Alteration of the Memorandum of Association of the Company by insertion of a new sub-clause 22A

VOTES CAST IN FAVOUR OF THE RESOLUTION

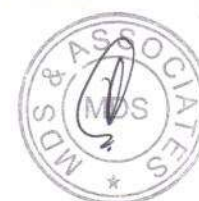
Mode of Voting	Number of Members Voted through electronic means and Postal Ballot	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	17	14,96,390	99.35%
Postal Ballot Form	61	25,782	97.06%
Total Voting	78	15,22,172	99.31%

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal Ballot	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	3	9,729	0.65%
Postal Ballot Form	11	782	2.94%
Total Voting	14	10,511	0.69%

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Postal Ballot Form	10	2978
Total Voting	10	2978



SPECIAL BUSINESS**Resolution No: 3****Special resolution**

Alteration of Articles of Association of the Company by substitution of the existing Articles with a new set of Articles in line with the provisions of the Companies Act, 2013

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal Ballot	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	18	14,97,080	99.40%
Postal Ballot Form	60	25,767	97.00%
Total Voting	78	15,22,847	99.36%

VOTES CAST AGAINST THE RESOLUTION

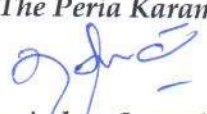
Mode of Voting	Number of Members Voted through electronic means and Postal Ballot	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	2	9,039	0.60%
Postal Ballot Form	12	797	3.00%
Total Voting	14	9,836	0.64%

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Postal Ballot Form	10	2978
Total Voting	10	2978

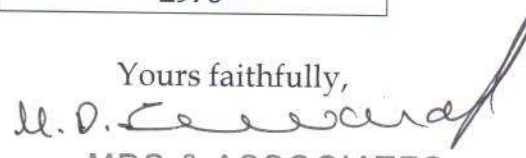
Based on the Scrutinizer's Report, Resolution Nos. 1 to 3 have been passed with requisite majority.

For The Peria Karamalai Tea and Produce Company Limited


Narasimhan Swaminathan
Director (DIN: 02743671)



Yours faithfully,


MDS & ASSOCIATES
Prop : M.D.SELVARAJ M.Com, MBA,FCS,
COMPANY SECRETARY IN PRACTICE
FCS - 960, CP - 411
"SURYA" 35, MAYFLOWER AVENUE
SOWRIPALAYAM ROAD, COIMBATORE - 641 028