THE PERIA KARAMALAI TEA & PRODUCE CO LTD.

CIN: L01132TZ1913PLC000350

September 29, 2015

Listing Department
National Stock Exchange Ltd
Exchange Plaza, C-1 Block G
Bandra Kurla Complex,
Bandra East
Mumbai - 400 051

Dear Sir

Sub : **Proceedings of 102nd Annual General Meeting of the Company held on 28th September 2015**

Pursuant to the provision of the clause 31(d) of the Listing Agreement, it is hereby informed that the 102nd Annual General Meeting of the Company was duly held on Monday, 28th September 2015 at 11:00 A:M at "The Indian Chamber of Commerce & Industry", 732 Avinashi Road, Coimbatore – 641 018.

Proper quorum was present at the meeting and all the items of business as mentioned in the Annual General Meeting Notice dated 3rd August 2015 were discussed and based on the report of the Scrutinizer, all the resolutions were declared as duly passed by remote e-voting and through poll at Annual General Meeting.

1.	**Detail of the Agenda:** **Resolution Required:** **Mode of voting:**	**Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2015 and the reports of the Board of Directors and auditors thereon.** Ordinary Resolution Passed Unanimously by Remote E-voting and votes cast on poll at the venue of AGM
2.	**Detail of the Agenda:** **Resolution Required:** **Mode of voting:**	**Declaration of dividend for the year ended 31st March 2015.** Ordinary Resolution Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM
3.	**Detail of the Agenda:** **Resolution Required:** **Mode of voting:**	**Re-appointment of Smt Alka Bangur (holding DIN: 00012894), as a Director on retirement by rotation.** Ordinary Resolution Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM

4.	**Detail of the Agenda:**	**Ratification of the appointment of M/s.S.Krishnamoorthy & Co (Firm Registration No.001496S) Chartered Accountants, as the Statutory Auditors of the Company for the financial year 2015-2016 and fixation of their remuneration.**
	Resolution Required:	Ordinary Resolution
	Mode of voting:	Passed Unanimously by Remote E-voting and votes cast on poll at the venue of AGM
5.	**Detail of the Agenda:**	**Re-appointment of Shri Shreeyash Bangur (holding DIN: 00012825) as Deputy Managing Director of the Company for a period of five years with effect from 5th November 2015.**
	Resolution Required:	Ordinary Resolution
	Mode of voting:	Passed Unanimously by Remote E-voting and votes cast on poll at the venue of AGM

Please note that the voting results have been intimated to the Stock Exchange in the format prescribed under Clause 35A of the Listing Agreement.

A copy of the Scrutinizer's Report is also attached.

Kindly take this intimation on record.

Thanking you

Yours faithfully
For The Peria Karamalai Tea & Produce Co. Ltd

R.V.SRIDHARAN
Chief Financial Officer & Company Secretary

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

COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL

(Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 – as amended)

To
The Chairman
102nd Annual General Meeting of the Equity Shareholders of
M/S. THE PERIA KARAMALAI TEA AND PRODUCE COMPANY LTD
(L01132TZ1913PLC000350)
Held on Monday the 28th day of September, 2015 at 11.00 AM at
"The Indian Chamber of Commerce & Industry",
732 Avinashi Road,
Coimbatore – 641 018.

Dear Sir,

Sub: Passing of Resolution through Electronic means and Poll conducted at the 102nd Annual General Meeting of M/s. THE PERIA KARAMALAI TEA AND PRODUCE COMPANY LIMITED held on 28th September, 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 a Scrutinizer for the remote e-voting process held between Friday, the 25th day of September, 2015 at 9.00 AM to Sunday, the 27th Day of September 2015 till 5.00 PM and for poll taken at the 102nd Annual General Meeting of the Company held on Monday, 28th September 2015 at 11.00 A.M. at "The Indian Chamber of Commerce & Industry", 732 Avinashi Road, Coimbatore – 641 018 on the Resolution Nos 1 to 5 as set out in the Notice dated 3rd August 2015 convening the said meeting.

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 electronic means and poll on the Resolution(s) as set out in the Notice convening the 102nd Annual General Meeting dated 3rd August 2015.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the poll at the 102nd Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out in the Notice convening the 102nd Annual General Meeting, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the Authorised Agency engaged by the Company for providing e-voting facilities and also at the time of poll at the 102nd Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 29th September, 2015 on the remote e-voting process and also a separate Scrutinizer's Report dated 29th September, 2015 in the prescribed Form MGT-13 on the Poll taken at the 102nd Annual General Meeting of the Company.

In view of the above, I hereby submit my Consolidated Report on the Result of the E-voting together with that of the Poll in respect of the said Resolution(s), as under;

ORDINARY BUSINESS:

Item No.1

ORDINARY RESOLUTION:

Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2015, and the Reports of the Board of Directors and the Auditors thereon.

VOTES CAST **IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of Votes Cast	Percentage of Total Number of valid Votes Cast
E-Voting	23	15,02,975	100.00
Poll	12	384	100.00
Total Voting	35	15,03,359	100.00

VOTES CAST **AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of Votes Cast	Percentage of Total Number valid of Votes Cast
E-voting	0	0	0
Poll	0	0	0
Total Voting	0	0	0

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast
E-voting	0	0
Poll	1	1
Total Voting	1	1

Item No.2

ORDINARY RESOLUTION:

Declaration of dividend for the year ended 31st March 2015.

VOTES CAST **IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of Votes Cast	Percentage of Total Number of valid Votes Cast
E-Voting	23	15,02,975	100.00
Poll	12	384	100.00
Total Voting	35	15,03,359	100.00

VOTES CAST **AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of Votes Cast	Percentage of Total Number valid of Votes Cast
E-voting	0	0	0
Poll	0	0	0
Total Voting	0	0	0

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast
E-voting	0	0
Poll	1	1
Total Voting	1	1

Item No.3

ORDINARY RESOLUTION:

Re-appointment of Smt Alka Bangur (holding DIN: 00012894), as a Director on retirement by rotation.

VOTES CAST **IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of Votes Cast	Percentage of Total Number of valid Votes Cast
E-Voting	23	15,02,975	100.00
Poll	12	384	100.00
Total Voting	35	15,03,359	100.00

VOTES CAST **AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of Votes Cast	Percentage of Total Number valid of Votes Cast
E-voting	0	0	0
Poll	0	0	0
Total Voting	0	0	0

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast
E-voting	0	0
Poll	1	1
Total Voting	1	1

Item No.4

ORDINARY RESOLUTION:

Ratification of the appointment of M/s.S.Krishnamoorthy & Co (Firm Registration No.001496S) Chartered Accountants, as the Statutory Auditors of the Company for the financial year 2015-2016 and fixation of their remuneration.

VOTES CAST **IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of Votes Cast	Percentage of Total Number of valid Votes Cast
E-Voting	23	15,02,975	100.00
Poll	12	384	100.00
Total Voting	35	15,03,359	100.00

VOTES CAST **AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of Votes Cast	Percentage of Total Number valid of Votes Cast
E-voting	0	0	0
Poll	0	0	0
Total Voting	0	0	0

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast
E-voting	0	0
Poll	1	1
Total Voting	1	1

SPECIAL BUSINESS:

Item No.5

ORDINARY RESOLUTION:

Re-appointment of Shri Shreeyash Bangur (holding DIN: 00012825) as Deputy Managing Director of the Company for a period of five years with effect from 5th November 2015.

VOTES CAST **IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of Votes Cast	Percentage of Total Number of valid Votes Cast
E-Voting	23	15,02,975	100.00
Poll	12	384	100.00
Total Voting	35	15,03,359	100.00

VOTES CAST **AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of Votes Cast	Percentage of Total Number valid of Votes Cast
E-voting	0	0	0
Poll	0	0	0
Total Voting	0	0	0

INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast
E-voting	0	0
Poll	1	1
Total Voting	1	1

Yours faithfully

Date : 29th September, 2015
Place : Coimbatore

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