



Date: 4th June, 2019

- | | |
|--|--|
| 1. The Dy. General Manager
Corporate Relationship Dept.
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street
<u>MUMBAI - 400 001</u>
Scrip Code No: 532301 | 2. The Secretary
National Stock Exchange of India Ltd
Exchange Plaza, 5 th Floor
Plot No. C/1, G. Block
Bandra-Kurla Complex, Bandra (E)
<u>MUMBAI – 400 051</u>
Scrip symbol: TATACOFFEE |
|--|--|

Dear Sir(s),

Sub: Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Proceedings and details of Voting Results of the 76th Annual General Meeting

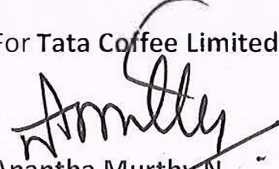
Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the proceedings of the 76th Annual General Meeting (AGM) of the Company held on Monday, the 3rd June, 2019 at the Registered Office of the Company at Pollibetta - 571215, Kodagu, Karnataka.

Further, pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the voting results in respect of the business transacted at the AGM in the prescribed format, along with the consolidated report of the Scrutinizer on e-Voting and voting through ballot paper at the AGM. The voting results along with Scrutinizer's Report are also being uploaded on the Company's website www.tatacoffee.com and on the website of National Securities Depository Limited, www.evoting.nsdl.com.

Please take the same on record.

Thanking You,

For Tata Coffee Limited



Anantha Murthy N

Head – Legal & Company Secretary



Encl.: As above

TATA COFFEE LIMITED

57 Railway Parallel Road, Kumara Park West Bengaluru 560 020
Tel: 91 80 23560695 - 97 23561976 - 81 Fax: 91 80 23341843
Registered Office: Pollibetta 571 215 South Kodagu Karnataka India
Corporate Identity Number (CIN) -L01131KA1943PLC000833
Website address - www.tatacoffee.com



A. Details on Proceedings of the Meeting

Sl. No.	Particulars	Details
1.	Date of the AGM	3 rd June, 2019
2.	Total Number of shareholders as on record date	As of Cut-off date i.e. 27 th May, 2019 – 99, 659
3.	No. of Shareholders present in the meeting either in person or through proxy:	
	1. Promoters and Promoter Group.	1
	2. Public	38
4.	No. of Shareholders attended the meeting through Video Conferencing:	
	1. Promoters and Promoter Group	
	2. Public	Not Applicable

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B. Results of the Meeting:

Sl. No.	Agenda	Resolution Required (Ordinary/Special)	Mode of Voting	Remarks
Ordinary Business				
1.	To receive, consider and adopt: (a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2019, together with the Reports of the Board of Directors and Auditor's thereon. (b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2019, together with the Report of the Auditor's thereon.	Ordinary	Remote e-voting and ballot paper at the AGM	Passed with requisite majority
2.	To declare Dividend on Equity Shares for the financial year 2018-19.	Ordinary	Remote e-voting and ballot paper at the AGM	Passed with requisite majority
3.	To appoint a Director in place of Mr. L. Krishnakumar (DIN: 00423616), who retires by rotation, and being eligible, offers himself for re-appointment.	Ordinary	Remote e-voting and ballot paper at the AGM	Passed with requisite majority
Special Business				
4.	Appointment of Mr. Chacko Purackal Thomas, as Managing Director & CEO.	Ordinary	Remote e-voting and ballot paper at the AGM	Passed with requisite majority
5.	Ratification of remuneration payable to M/s. Rao, Murthy & Associates, Cost Auditors of the Company.	Ordinary	Remote e-voting and ballot paper at the AGM	Passed with requisite majority

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TATA COFFEE LIMITED									
Resolution (1)									
Resolution required: (Ordinary / Special)						Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?						No			
1.To receive, consider and adopt									
(a) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2019, together with the Reports of the Board of Directors and Auditor’s thereon.									
(b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2019, together with the Report of the Auditor’s thereon.									
	Promoter/Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	E-Voting	107359820	107359820	100.00	107359820	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		107359820	100.00	107359820	0	100.00	0.00
2	Public - Institutional holders	E-Voting	11358223	4225884	37.21	4225884	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		4225884	37.21	4225884	0	100.00	0.00
3	Public-Others	E-Voting	68052327	35628	0.05	34502	1126	96.84	3.16
		Poll		40987	0.06	40987	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		76615	0.11	75489	1126	98.53	1.47
	Total	E-Voting	186770370	111621332	59.76	111620206	1126	100.00	0.00
		Poll		40987	0.02	40987	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		111662319	59.79	111661193	1126	100.00	0.00



TATA COFFEE LIMITED									
Resolution (2)									
Resolution required: (Ordinary / Special)						Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?						No			
To declare Dividend on Equity Shares for the Financial Year 2018-19.									
	Promoter/Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	E-Voting	107359820	107359820	100.00	107359820	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		107359820	100.00	107359820	0	100.00	0.00
2	Public - Institutional holders	E-Voting	11358223	4225884	37.21	4225884	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		4225884	37.21	4225884	0	100.00	0.00
3	Public-Others	E-Voting	68052327	35628	0.05	35402	226	99.37	0.63
		Poll		40987	0.06	40987	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		76615	0.11	76389	226	99.71	0.29
	Total	E-Voting	186770370	111621332	59.76	111621106	226	100.00	0.00
		Poll		40987	0.02	40987	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		111662319	59.79	111662093	226	100.00	0.00



TATA COFFEE LIMITED									
Resolution (3)									
Resolution required: (Ordinary / Special)						Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?						No			
To appoint a Director in place of Mr. L. Krishnakumar (DIN: 00423616), who retires by rotation, and being eligible, offers himself for re-appointment.									
	Promoter/Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	E-Voting	107359820	107359820	100.00	107359820	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		107359820	100.00	107359820	0	100.00	0.00
2	Public - Institutional holders	E-Voting	11358223	4225884	37.21	4225884	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		4225884	37.21	4225884	0	100.00	0.00
3	Public-Others	E-Voting	68052327	35618	0.05	23563	12055	66.15	33.85
		Poll		40987	0.06	40987	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		76605	0.11	64550	12055	84.26	15.74
	Total	E-Voting	186770370	111621322	59.76	111609267	12055	99.99	0.01
		Poll		40987	0.02	40987	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		111662309	59.79	111650254	12055	99.99	0.01



TATA COFFEE LIMITED									
Resolution (4)									
Resolution required: (Ordinary / Special)						Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?						No			
Appointment of Mr. Chacko Purackal Thomas, as Managing Director & CEO									
	Promoter/Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	E-Voting	107359820	107359820	100.00	107359820	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		107359820	100.00	107359820	0	100.00	0.00
2	Public - Institutional holders	E-Voting	11358223	4225884	37.21	4225884	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		4225884	37.21	4225884	0	100.00	0.00
3	Public-Others	E-Voting	68052327	35618	0.05	22671	12947	63.65	36.35
		Poll		40987	0.06	40987	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		76605	0.11	63658	12947	83.10	16.90
	Total	E-Voting	186770370	111621322	59.76	111608375	12947	99.99	0.01
		Poll		40987	0.02	40987	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		111662309	59.79	111649362	12947	99.99	0.01



TATA COFFEE LIMITED									
Resolution (5)									
Resolution required: (Ordinary / Special)						Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?						No			
Ratification of remuneration payable to M/s. Rao, Murthy & Associates, Cost Auditors of the Company.									
	Promoter/Public	Mode of Voting	Total 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
1	Promoter and Promoter Group	E-Voting	107359820	107359820	100.00	107359820	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		107359820	100.00	107359820	0	100.00	0.00
2	Public - Institutional holders	E-Voting	11358223	4225884	37.21	4225884	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		4225884	37.21	4225884	0	100.00	0.00
3	Public-Others	E-Voting	68052327	35618	0.05	22918	12700	64.34	35.66
		Poll		40987	0.06	40987	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		76605	0.11	63905	12700	83.42	16.58
	Total	E-Voting	186770370	111621322	59.76	111608622	12700	99.99	0.01
		Poll		40987	0.02	40987	0	100.00	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
		Total		111662309	59.79	111649609	12700	99.99	0.01





REPORT OF SCRUTINIZER

[Pursuant to section 108 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
Tata Coffee Limited
Pollibetta-571215, Kodagu,
Karnataka

Sir,

Sub: Consolidated Scrutinizer's Report on remote E-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies (Management and Administration) Rules, 2014, and voting at the 76th Annual General Meeting (AGM) of Tata Coffee Limited held on Monday, 3rd June 2019, at 11.00 a.m. at Registered office of the Company at Pollibetta, Kodagu, Karnataka-571215.

I, CS Pramod S M, Partner of M/s. BMP & Co. LLP, Practicing Company Secretaries, Bangalore, was appointed as Scrutinizer by the Board of Directors of Tata Coffee Limited pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (xi) of the Companies (Management and Administration) Rules, 2014 to conduct the voting and remote e-voting process in relation to the Annual General Meeting of "TATA COFFEE LIMITED" held on Monday, 3rd June 2019, at 11.00 a.m. at Registered office of the Company at Pollibetta, Kodagu, Karnataka-571215.

I was also appointed as the Scrutinizer to conduct the poll process in respect of the voting at the said Annual General Meeting held on Monday, 3rd June 2019.



1

BMP & Co. LLP

LLPIN : AAI-4194

Regd Office : # 4272, Sapthagiri, 2nd Floor, Vivekananda Park Road, Near Seetha Circle, Girinagar, Bangalore - 560 085.

☎ : 080 26728442, ✉ : biswajit@bmpandco.com, 🌐 Website : www.bmpandco.com

I submit my report as under:

The votes were unblocked on 3rd June 2019 at 12:12 p.m. in the presence of two witnesses, viz., Ms. Surbhi Sharma currently residing at No.611, Ideal Home Society, Daga Springs Apartments, Flat No. S-4, Rajarajeswari Nagar, Bangalore- 560098 and Ms. Swathi V M currently residing at Naga Prahlada Arcade, Basavanagudi, Bangalore – 560004 who are not in employment of the Company.

The Notice dated 19th April 2019 along with statement setting out material facts under Section 102 of the Act were sent to the shareholders within the time stipulated by Law in respect of the below mentioned resolutions proposed at the Annual General Meeting of the Company.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the shareholders of the company.

At the Annual General Meeting, voting facility was provided to the shareholders present at the meeting and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the Company holding shares as on the cut-off date of 27th May 2019 were entitled to vote on the resolutions as contained in the notice of the Annual General Meeting.

The voting period for remote e-voting commenced on Friday, 31st May, 2019 (9:00 a.m. IST) and ended on Sunday, 2nd June, 2019 (5:00 p.m. IST) and the e-voting module was blocked thereafter.

After the closure of the voting at the Annual General Meeting, the report on the said voting taken at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who are not in the employment of the company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted.



I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the download from the NSDL e-voting system and poll at the meeting.

I now submit my consolidated report as under on the result of the remote e- voting and voting at the meeting in respect of the said resolutions.

1. **RESOLUTION NO. 1 - As an ordinary resolution – To receive, consider and adopt**
- (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon; and
- (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors thereon.

- (i) Voted "*in favour*" of Resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	73	111620206	99.96%
Voting at the meeting	36	40987	0.04%
Total	109	111661193	100%



(ii) Voted "*against*" the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	4	1126	0.00%
Voting at the meeting	0	0	0.00%
Total	4	1126	0.00%

(iii) "Invalid" Votes:

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them (shares)
Remote e- voting	0	0
Voting at the meeting	0	0
Total	0	0



2. RESOLUTION NO. 2: As an ordinary resolution - To declare dividend on equity shares for the financial year 2018- 2019

(i) Voted "*in favour*" of Resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	74	111621106	99.96%
Voting at the meeting	36	40987	0.04%
Total	110	111662093	100.00%

(ii) Voted "*against*" the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	3	226	0.00%
Voting at the meeting	0	0	0.00%
Total	3	226	0.00%



(iii) **Invalid Votes:**

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them (shares)
Remote e- voting	0	0
Voting at the meeting	0	0
Total	0	0

3. **RESOLUTION NO. 3: As an ordinary resolution: To appoint a Director in place of Mr. L. Krishnakumar (DIN: 00423616), who retires by rotation and being eligible, offers himself for re-appointment**

(i) Voted "*in favour*" of Resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	66	111609267	99.95%
Voting at the meeting	36	40987	0.04%
Total	102	111650254	99.99%



(ii) Voted “*against*” the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	10	12055	0.01%
Voting at the meeting	0	0	0.00%
Total	10	12055	0.01%

(iii) *Invalid* Votes:

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them (shares)
Remote e- voting	0	0
Voting at the meeting	0	0
Total	0	0



4. RESOLUTION NO. 4: As an ordinary resolution – Appointment of Mr. Chacko Purackal Thomas, as Managing Director and CEO

(i) Voted "*in favour*" of Resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	65	111608375	99.95%
Voting at the meeting	36	40987	0.04%
Total	101	111649362	99.99%

(ii) Voted "*against*" the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	11	12947	0.01%
Voting at the meeting	0	0	0.00%
Total	11	12947	0.01%



(iii) **Invalid Votes:**

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them (shares)
Remote e- voting	0	0
Voting at the meeting	0	0
Total	0	0

5. **RESOLUTION NO. 5:** As an ordinary resolution - Ratification of remuneration payable to M/s. Rao, Murthy & Associates, Cost Auditors of the Company

(i) Voted "*in favour*" of Resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	63	111608622	99.95%
Voting at the meeting	36	40987	0.04%
Total	99	111649609	99.99%



(ii) Voted “against” the resolution:

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	13	12700	0.01%
Voting at the meeting	0	0	0.00%
Total	13	12700	0.01%

(iii) *Invalid* Votes:

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them (shares)
Remote e- voting	0	0
Voting at the meeting	0	0
Total	0	0

The Register, all other papers and relevant records relating to remote e-voting and voting at the meeting shall remain in our safe custody until the chairman considers, approves and signs the minutes and thereafter the same would be handed over to the Company Secretary of the Company for the safe keeping.



All the above ordinary resolutions were passed with requisite majority.

Based on the above information, you may kindly announce the results.

Thanking You,
Yours faithfully


CS Pramod S M,
Partner



(Membership No. FCS: 7834 C.P. No:13784)
BMP & Co, LLP,
Practicing Company Secretaries

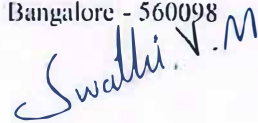
Place: Bangalore

Dated: 4th June 2019

We the undersigned, witness that the votes were unblocked from the e-voting website of
National Securities Depository Limited (<http://evoting.nsdl.com>) in our presence.

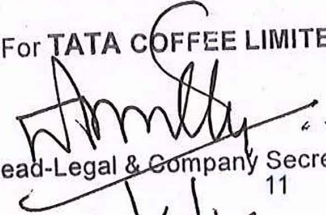


Ms. Surbhi Sharma
No.611, Ideal Home Society,
Daga Springs Apartments,
Flat No. S-4, Rajarajeswari Nagar,
Bangalore - 560098



Ms. Swathi V M
Naga Prahlada Arcade, Basavanagudi,
Bangalore - 560004

For TATA COFFEE LIMITED


Head-Legal & Company Secretary

4/6/19