



McLEOD RUSSEL
Believe in tea

10th August 2018

The Secretary
Bombay Stock Exchange Ltd
P.J. Towers, 25th Floor
Dalal Street,
MUMBAI -400 001
Scrip Code:532654

The Secretary
National Stock Exchange
of India Ltd, Listing Dept.
Exchange Plaza, 5th Fl.
Plot No.C/1, G-Block
Bandra-Kurla Complex
Bandra (E)
MUMBAI - 400 051
Scrip Code:MCLEODRUSS

The Secretary
The Calcutta Stock -
Exchange Association Ltd
7, Lyons Range
KOLKATA 700001
Scrip Code:10023930

Dear Sir,

**Sub: VOTING RESULT OF THE 20TH ANNUAL GENERAL MEETING OF THE MEMBERS
OF THE COMPANY HELD ON 9TH AUGUST 2018**

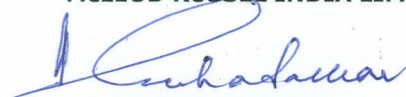
Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith Voting Result in the prescribed format on various Resolutions placed before the Members at the 20th Annual General Meeting of the Company held on 9th August 2018 at Kolkata.

The Voting Result is in terms of the Report dated 9th August 2018 furnished by Mr. A. K. Labh, a Practicing Company Secretary who was appointed as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.

We trust you will find the Voting Result in order.

Thanking you,

Yours faithfully,
McLEOD RUSSEL INDIA LIMITED


(A. GUHA SARKAR)
**SENIOR VICE PRESIDENT &
COMPANY SECRETARY**

Encl. as above.

Registered Office :

McLEOD RUSSEL INDIA LIMITED

Corporate Identity Number (CIN) : L51109WB1998PLC087076

FOUR MANGOE LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001

TELEPHONE : 033-2210-1221, 2248-9434 / 35, FAX : 91-33-2248-8114 / 6265

E-mail : administrator@mcleodrussel.com Website : www.mcleodrussel.com



A Williamson Magor Group Enterprise

McLEOD RUSSEL INDIA LIMITED - 20TH AGM Attended and Voting Summary

Format for Voting Result

Date of the AGM	August 09, 2018
Total Number of Shareholders on record date	59279
No. of shareholders present in the meeting either in person or through proxy :	
Promoter & Promoter group	20
Public	2192
Total	2212
No. of shareholders attended the meeting through Video Conferencing	N.A.
Promoter & Promoter group	
Public	
Total	

Agenda- wise disclosure (to be disclosed separately for agenda item)

1 .		Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March 2018, the Consolidated Financial Statements for the said financial year and the Reports of the Board of Directors and the Auditors.						
Whether promoter/promoter group are interested in the agenda/resolution ?		0						
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 & Promoter Group	E-Voting	44609781	27542241	61.74040	27542241	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		27542241	61.74040	27542241	0	100.00000	
Public - Institutional holders	E-Voting	40925214	27687759	67.65450	27687759	0	100.00000	
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		27687759	67.65450	27687759	0	100.00000	
Public - Non Institution	E-Vote	21959357	1485983	6.76700	1485425	558	99.96240	0.03760
	Poll		1980	0.00900	1904	76	96.16160	3.83840
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		1487963	6.77600	1487329	634	99.95740	0.04260
Total		107494352	56717963	52.76367	56717329	634	99.99888	0.00112

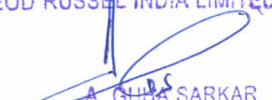
McLEOD RUSSEL INDIA LIMITED


A. GUHA-SARKAR
 SENIOR VICE-PRESIDENT &
 COMPANY SECRETARY

McLEOD RUSSEL INDIA LIMITED - 20TH AGM Attended and Voting Summary

2.			Declaration of dividend for the financial year ended 31st March 2018.					
Whether promoter/promoter group are interested in the agenda/resolution ?			0					
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 & Promoter Group	E-Voting	44609781	27542241	61.74040	27542241	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		27542241	61.74040	27542241	0	100.00000	
Public - Institutional holders	E-Voting	40925214	27687759	67.65450	27687759	0	100.00000	
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		27687759	67.65450	27687759	0	100.00000	
Public - Non Institution	E-Vote	21959357	1485983	6.76700	1485811	172	99.98840	0.01160
	Poll		1980	0.00900	1904	76	96.16160	3.83840
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		1487963	6.77600	1487715	248	99.98330	0.01670
Total		107494352	56717963	52.76367	56717715	248	99.99956	0.00044

McLEOD RUSSEL INDIA LIMITED


A. GUNA SARKAR
SENIOR VICE-PRESIDENT &
COMPANY SECRETARY

McLEOD RUSSEL INDIA LIMITED - 20TH AGM Attended and Voting Summary

3 .			Appointment of a Director in place of Mr. Amritanshu Khaitan (holding DIN: 00213413), who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/promoter group are interested in the agenda/resolution ?			0					
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 & Promoter Group	E-Voting	44609781	27542241	61.74040	27542241	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		27542241	61.74040	27542241	0	100.00000	
Public - Institutional holders	E-Voting	40925214	27687759	67.65450	13039633	14648126	47.09530	52.90470
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		27687759	67.65450	13039633	14648126	47.09530	52.90470
Public - Non Institution	E-Vote	21959357	1485983	6.76700	1484182	1801	99.87880	0.12120
	Poll		1980	0.00900	1980	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		1487963	6.77600	1486162	1801	99.87900	0.12100
Total		107494352	56717963	52.76367	42068036	14649927	74.17057	25.82943

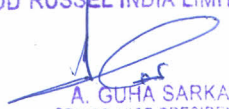
McLEOD RUSSEL INDIA LIMITED


A. GUHA SARKAR
SENIOR VICE-PRESIDENT &
COMPANY SECRETARY

McLEOD RUSSEL INDIA LIMITED - 20TH AGM Attended and Voting Summary

4 .			Appointment of a Director in place of Mr. Azam Monem (holding DIN: 00023799), who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/promoter group are interested in the agenda/resolution ?			0					
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 & Promoter Group	E-Voting	44609781	27542241	61.74040	27542241	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		27542241	61.74040	27542241	0	100.00000	
Public - Institutional holders	E-Voting	40925214	27687759	67.65450	20815525	6872234	75.17950	24.82050
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		27687759	67.65450	20815525	6872234	75.17950	24.82050
Public - Non Institution	E-Vote	21959357	1485983	6.76700	1484182	1801	99.87880	0.12120
	Poll		1980	0.00900	1969	11	99.44440	0.55560
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		1487963	6.77600	1486151	1812	99.87820	0.12180
Total		107494352	56717963	52.76367	49843917	6874046	87.88030	12.11970

McLEOD RUSSEL INDIA LIMITED


A. GUHA SARKAR
SENIOR VICE-PRESIDENT &
COMPANY SECRETARY

McLEOD RUSSEL INDIA LIMITED - 20TH AGM Attended and Voting Summary

5 .			Special Resolution for approval to Mr. Brij Mohan Khaitan (holding DIN: 00023771) to continue as a Non-Executive Director and Chairman of the Company after 31st March 2019.					
Whether promoter/promoter group are interested in the agenda/resolution ?			0					
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 & Promoter Group	E-Voting	44609781	27542241	61.74040	27542241	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		27542241	61.74040	27542241	0	100.00000	
Public - Institutional holders	E-Voting	40925214	27687759	67.65450	21284158	6403601	76.87210	23.12790
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		27687759	67.65450	21284158	6403601	76.87210	23.12790
Public - Non Institution	E-Vote	21959357	1485983	6.76700	1483801	2182	99.85320	0.14680
	Poll		1980	0.00900	1969	11	99.44440	0.55560
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		1487963	6.77600	1485770	2193	99.85260	0.14740
Total		107494352	56717963	52.76367	50312169	6405794	88.70588	11.29412

McLEOD RUSSEL INDIA LIMITED


A. GUHA SARKAR
SENIOR VICE-PRESIDENT &
COMPANY SECRETARY

McLEOD RUSSEL INDIA LIMITED - 20TH AGM Attended and Voting Summary

6.			Special Resolution for approval to Dr. R. Srinivasan (holding DIN: 00003968) to continue as a Non-Executive Independent Director of the Company after 31st March 2019.					
Whether promoter/promoter group are interested in the agenda/resolution ?			0					
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 & Promoter Group	E-Voting	44609781	27542241	61.74040	27542241	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		27542241	61.74040	27542241	0	100.00000	
Public - Institutional holders	E-Voting	40925214	27687759	67.65450	19385179	8302580	70.01350	29.98650
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		27687759	67.65450	19385179	8302580	70.01350	29.98650
Public - Non Institution	E-Vote	21959357	1485983	6.76700	1483823	2160	99.85460	0.14540
	Poll		1980	0.00900	1974	6	99.69700	0.30300
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		1487963	6.77600	1485797	2166	99.85440	0.14560
Total		107494352	56717963	52.76367	48413217	8304746	85.35782	14.64218

McLEOD RUSSEL INDIA LIMITED

A. GUHA SARKAR
SENIOR VICE-PRESIDENT &
COMPANY SECRETARY

McLEOD RUSSEL INDIA LIMITED - 20TH AGM Attended and Voting Summary

7.			Special Resolution in terms of Section 180(1)(a) of the Companies Act, 2013 for approval of sale, lease or otherwise disposal of certain Tea Estates of the Company or the assets thereof having value in excess of 20% but not exceeding 35% of the value of the undertaking of the Company.					
Whether promoter/promoter group are interested in the agenda/resolution ?			0					
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 & Promoter Group	E-Voting	44609781	27542241	61.74040	27542241	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		27542241	61.74040	27542241	0	100.00000	
Public - Institutional holders	E-Voting	40925214	27687759	67.65450	20502046	7185713	74.04730	25.95270
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		27687759	67.65450	20502046	7185713	74.04730	25.95270
Public - Non Institution	E-Vote	21959357	1485983	6.76700	1483468	2515	99.83080	0.16920
	Poll		1905	0.00870	1904	1	99.94750	0.05250
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		1487888	6.77560	1485372	2516	99.83090	0.16910
Total		107494352	56717888	52.76360	49529659	7188229	87.32635	12.67365

McLEOD RUSSEL INDIA LIMITED


A. GUHA SARKAR
SENIOR VICE-PRESIDENT &
COMPANY SECRETARY

McLEOD RUSSEL INDIA LIMITED - 20TH AGM Attended and Voting Summary

8.			Ratification of the remuneration payable to the Cost Auditors of the Company for the financial year ended 31st March 2018.					
Whether promoter/promoter group are interested in the agenda/resolution ?			0					
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 & Promoter Group	E-Voting	44609781	27542241	61.74040	27542241	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		27542241	61.74040	27542241	0	100.00000	
Public - Institutional holders	E-Voting	40925214	27687759	67.65450	27687759	0	100.00000	
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		27687759	67.65450	27687759	0	100.00000	
Public - Non Institution	E-Vote	21959357	1485983	6.76700	1484767	1216	99.91820	0.08180
	Poll		1905	0.00870	1889	16	99.16010	0.83990
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		1487888	6.77560	1486656	1232	99.91720	0.08280
Total		107494352	56717888	52.76360	56716656	1232	99.99783	0.00217

McLEOD RUSSEL INDIA LIMITED


A. GUHA SARKAR
SENIOR VICE-PRESIDENT &
COMPANY SECRETARY

McLEOD RUSSEL INDIA LIMITED - 20TH AGM Attended and Voting Summary

9 .			Ratification of remuneration payable to the Cost Auditors of the Company for the financial year ending 31st March 2019.					
Whether promoter/promoter group are interested in the agenda/resolution ?			0					
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 & Promoter Group	E-Voting	44609781	27542241	61.74040	27542241	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		27542241	61.74040	27542241	0	100.00000	
Public - Institutional holders	E-Voting	40925214	27687759	67.65450	27687759	0	100.00000	
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		27687759	67.65450	27687759	0	100.00000	
Public - Non Institution	E-Vote	21959357	1485983	6.76700	1484789	1194	99.91960	0.08040
	Poll		1905	0.00870	1899	6	99.68500	0.31500
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		1487888	6.77560	1486688	1200	99.91930	0.08070
Total		107494352	56717888	52.76360	56716688	1200	99.99788	0.00212

McLEOD RUSSEL INDIA LIMITED


A. GUHA SARKAR
SENIOR VICE-PRESIDENT &
COMPANY SECRETARY



CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

**The Chairman
of the 20th Annual General Meeting of
Mcleod Russel India Limited
Four Mangoe Lane
Surendra Mohan Ghosh Sarani
Kolkata-700001**

Dear Sir,

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 20th Annual General Meeting of the members of “**Mcleod Russel India Limited**” (“Company”) held on Thursday, 9th August, 2018 at Kalamandir, 48, Shakespeare Sarani, Kolkata- 700017 at 10.30 A.M. for the purpose of scrutinizing the remote e-voting and voting through physical ballot process in a fair and transparent manner and ascertaining the requisite majority for the said votings as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolutions contained in the Notice of the Annual General Meeting dated 15th June, 2018. My responsibility as a scrutinizer for the remote e-voting and voting through physical ballots is restricted to make a Scrutinizer's Report of the votes cast “in favour” or “against” the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited (CDSL) and of voting through physical ballots as provided by M/s. Maheshwari Datamatics Private Limited, the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.





I submit my report as under:

1. The remote e-voting period remained open from 10.00 A.M. IST on Sunday, the 5th August, 2018 up to 5.00 P.M. IST on Wednesday, the 8th August, 2018.
2. The Shareholders holding shares as on the "cut off" date, i.e. 2nd August, 2018 were entitled to vote on the proposed 9 (Nine) resolutions as mentioned in the Notice dated 15th June, 2018 of the Annual General Meeting of the Company.
3. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.
4. The locked ballot boxes were subsequently opened in my presence and poll/ballot papers were diligently scrutinized. The poll/ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
5. The votes were unblocked on Thursday, the 9th August, 2018 around 12:15 P.M. after the completion of the Annual General Meeting in the presence of two witnesses, namely, Ms. Amrita Sampat, residing at 59, Kalicharan Ghosh Road, Kolkata – 700050 and Ms. Priti Priya Singh residing at 8/A, Kailash Saha Lane, Kolkata – 700007, West Bengal who are not in employment of the Company.
6. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
7. The combined result of the remote e-voting [EVSN : 180702003] and votes casted through physical ballot papers distributed at the AGM venue are as under:



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

© (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

<A> ORDINARY BUSINESS:

a) Resolution 1

Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March 2018, the Consolidated Financial Statements for the said financial year and the Reports of the Board of Directors and the Auditors

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	172	56715425	
Voting by ballot	50	1904	
Total	222	56717329	99.9989%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	8	558	
Voting by ballot	2	76	
Total	10	634	0.0011%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
11	987185



**b) Resolution 2*****Declaration of dividend for the financial year ended 31st March, 2018******(i) Voted in favour of the Resolution:***

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	175	56715811	
Voting by ballot	50	1904	
Total	225	56717715	99.9996%

(ii) Voted against the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	5	172	
Voting by ballot	2	76	
Total	7	248	0.0004%

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
11	987185



**c) Resolution 3**

Appointment of a Director in place of Mr. Amritanshu Khaitan (holding DIN: 00213413), who retires by rotation and, being eligible, offers himself for re-appointment

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	138	42066056	
Voting by ballot	52	1980	
Total	190	42068036	74.1706%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	42	14649927	
Voting by ballot	0	0	
Total	42	14649927	25.8294%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
11	987185



**d) Resolution 4**

Appointment of a Director in place of Mr. Azam Monem (holding DIN: 00023799), who retires by rotation and, being eligible, offers himself for re-appointment

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	142	49841948	
Voting by ballot	49	1969	
Total	191	49843917	87.8803%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	38	6874035	
Voting by ballot	3	11	
Total	41	6874046	12.1197%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
11	987185



** SPECIAL BUSINESS:****e) Resolution 5 : Special Resolution**

Approval to Mr. Brij Mohan Khaitan (holding DIN: 00023771), to continue as a Non-Executive Director and Chairman of the Company after 31st March, 2019

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	146	50310200	
Voting by ballot	50	1969	
Total	196	50312169	88.7059%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	34	6405783	
Voting by ballot	2	11	
Total	36	6405794	11.2941%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
11	987185



**f) Resolution 6 : Special Resolution****Approval to Dr. Raghavachari Srinivasan (DIN: 00003968), to continue as a Non-Executive Independent Director of the Company after 31st March, 2019****(i) Voted in favour of the Resolution:**

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	159	48411243	
Voting by ballot	50	1974	
Total	209	48413217	85.3578%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	21	8304740	
Voting by ballot	2	6	
Total	23	8304746	14.6422%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
11	987185



**g) Resolution 7 : Special Resolution**

Approval in terms of Section 180 (1)(a) of the Companies Act, 2013 for sale, lease, or otherwise disposal of certain Tea Estates of the Company or the assets thereof having value in excess of 20% but not exceeding 35% of the value of the undertaking of the Company

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	142	49527755	
Voting by ballot	50	1904	
Total	192	49529659	87.3263%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	38	7188228	
Voting by ballot	1	1	
Total	39	7188229	12.6737%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
11	987185



**h) Resolution 8 : Ordinary Resolution*****Ratification of remuneration payable to the Cost Auditors of the Company for the financial year ended 31st March, 2018******(i) Voted in favour of the Resolution:***

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	169	56714767	
Voting by ballot	48	1889	
Total	217	56716656	99.9978%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	11	1216	
Voting by ballot	3	16	
Total	14	1232	0.0022%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
11	987185



**i) Resolution 9 : Ordinary Resolution*****Ratification of remuneration payable to the Cost Auditors of the Company for the financial year ending 31st March, 2019******(i) Voted in favour of the Resolution:***

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	170	56714789	
Voting by ballot	49	1899	
Total	219	56716688	99.9979%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	10	1194	
Voting by ballot	2	6	
Total	12	1200	0.0021%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
11	987185



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

8. All the resolutions proposed hereinabove have been passed with requisite majority.
9. The physical ballot forms, remote e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Chairman of the meeting / Whole-time Director & CFO as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly
For A. K. LABH & Co.
Company Secretaries



(CS A. K. LABH)
Practicing Company Secretary
FCS – 4848 / CP No. - 3238

Place: Kolkata

Dated: 09.08.2018