



# TERAI TEA COMPANY LIMITED

REGISTERED OFFICE: 10, GOVERNMENT PLACE (EAST), 1st FLOOR, KOLKATA - 700 069,

PHONE : (033) 460-39789/13789/19789, Email Id: teraitea@gmail.com

Website: www.terraigroup.com, CIN: L51226WB1973PLC029009

---

To

**Date: 1<sup>st</sup> October, 2024**

The Secretary

**Bombay Stock Exchange Ltd.**

Phiroza jeejeebhoy Towers

25<sup>th</sup> Floor, Dalal Street, Mumbai 400 001

**Scrip Code: 530533**

The Secretary

**Calcutta Stock Exchange Association Ltd.**

7, Lyons Range, Kolkata-700001

**Scrip Code: 30105**

**Sub:-Compliance under Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, details of Voting Results of the 51<sup>st</sup> Annual General Meeting held on 30<sup>th</sup> September, 2024.**

The 51<sup>st</sup> Annual General Meeting (AGM) of the company was held on Monday, 30<sup>th</sup> September, 2024 at 10 Government Place (East) 1<sup>st</sup> Floor, Kolkata -700069 at 10.30 A.M.

In accordance with regulations 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and section 108 of the Companies Act, 2013 read with Rule.20 of the Companies (Management and Administration) Rule, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44(1) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 the Company had provided E-voting facility to facilitate all shareholders of the Company to cast their votes electronically on all business proposed in the Notice of AGM. The E-voting period commenced on Friday, 27<sup>th</sup> September, 2024 at 9.00 A.M. and concluded on Sunday, 29<sup>th</sup> September, 2024 at 5.00 P.M. The Company further provided facilities for physical voting through Ballot Paper at the venue of AGM for the shareholders who did not cast their vote through remote e-voting on the resolutions as per Notice of AGM.



# TERAI TEA COMPANY LIMITED

REGISTERED OFFICE: 10, GOVERNMENT PLACE (EAST), 1st FLOOR, KOLKATA - 700 069,  
PHONE : (033) 460-39789/13789/19789, Email Id: teraitea@gmail.com  
Website: www.terraigroup.com, CIN: L51226WB1973PLC029009

---

Based on the report dated 1<sup>st</sup> October, 2024 submitted by Mr Mohan Ram Goenka Practicing Company Secretary, who was appointed by the Company as Scrutinizer for e-voting and physical ballot, the Chairman of the AGM declared that all the resolutions contained in item Nos.1 to 5 of the Notice of AGM were approved with the requisite majority by the Equity Shareholder of the Company.

Copy of the Scrutinizer's report along with the requisite particulars of Voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 is enclosed herewith for your information and record.

Thanking You,

Yours faithfully,

**For Terai Tea Company Limited**

**Rajesh Singhania**  
**Company Secretary & Compliance Officer**

**Encl: As above**

# TERAI TEA CO. LTD.

AGM Attended and Voting Summary AGM  
Format for Voting Result

Date of the AGM	30-Sep-24
Total Number of Shareholders on Record Date	2520
<b>No. of Shareholders Present in the Meeting Either in Person or Through Proxy :</b>	
Promoter & Promoter Group	2
Public	91
<b>Total</b>	<b>93</b>
<b>No. of Shareholders Attended the Meeting Through Video Conferencing :</b>	
Promoter & Promoter Group	
Public	
<b>Total</b>	



To Receive, Consider and Adopt : a) The Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2024 with the reports of the Board of Directors and Auditors thereon. b) The Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2024 together with report of the Auditors thereon

Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?		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
Category	Mode of Voting							
Promoter & Promoter Group	Remote Evoting	5071937	5071937	100.0000	5071937	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		5071937	100.0000	5071937	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	0	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public-Non Institution holders	Remote Evoting	1807363	672145	37.1893	672137	8	99.9988	0.0012
	Evoting at AGM		67	0.0037	67	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		672212	37.1930	672204	8	99.9988	0.0012
Total		6879300	5744149	83.4990	5744141	8	99.9999	0.0001



2 To appoint a Director in place of Mr. Ajit Kumar Agarwala (DIN: 00265775), who retires by rotation and being eligible, offers himself for re-appointment

Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?								
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	Remote Evoting	5071937	5071937	100.0000	5071937	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		5071937	100.0000	5071937	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	0	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Evoting	1807363	672145	37.1893	672109	36	99.9946	0.0054
	Evoting at AGM		67	0.0037	67	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		672212	37.1930	672176	36	99.9946	0.0054
Total		6879300	5744149	83.4990	5744113	36	99.9994	0.0006



3 Continuation of Mr. Ajit Kumar Agarwala as a Managing Director									
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?									
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	Remote Evoting	5071937	5071937	100.0000	5071937	0	100.0000	0.0000	
	Evoting at AGM		0		0	0			
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.	
	Total		5071937	100.0000	5071937	0	100.0000	0.0000	
Public-Institutional holders	Remote Evoting	0	0		0	0			
	Evoting at AGM		0		0	0			
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.	
	Total		0	0.0000	0	0			
Public-Non Institution holders	Remote Evoting	1807363	672145	37.1893	672137	8	99.9988	0.0012	
	Evoting at AGM		67	0.0037	67	0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.	
	Total		672212	37.1930	672204	8	99.9988	0.0012	
Total		6879300	5744149	83.4990	5744141	8	99.9999	0.0001	



4	Appointment of Mr. Debasis Chakrabarti (DIN: 10712064) as an Independent Director of the Company									
Whether Promoter / Promoter Group Are Interested in The Agenda / Resolution ?										
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	Remote Evoting	5071937	5071937	100.0000	5071937	0	100.0000	0.0000		
	Evoting at AGM		0		0	0				
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.		
	Total		5071937	100.0000	5071937	0	100.0000	0.0000		
Public-Institutional holders	Remote Evoting	0	0		0	0				
	Evoting at AGM		0		0	0				
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.		
	Total		0	0.0000	0	0				
Public-Non Institution holders	Remote Evoting	1807363	672145	37.1893	672137	8	99.9988	0.0012		
	Evoting at AGM		67	0.0037	67	0	100.0000	0.0000		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.		
	Total		672212	37.1930	672204	8	99.9988	0.0012		
Total		6879300	5744149	83.4990	5744141	8	99.9999	0.0001		



5 Approval of Remuneration to the Cost Auditor of the Company for the Financial Year 2024-25									
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?									
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	Remote Evoting	5071937	5071937	100.0000	5071937	0	100.0000	0.0000	
	Evoting at AGM		0		0	0			
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.	
	Total		5071937	100.0000	5071937	0	100.0000	0.0000	
Public-Institutional holders	Remote Evoting	0	0		0	0			
	Evoting at AGM		0		0	0			
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.	
	Total		0	0.0000	0	0			
Public-Non Institution holders	Remote Evoting	1807363	672145	37.1893	672137	8	99.9988	0.0012	
	Evoting at AGM		67	0.0037	67	0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.	
	Total		672212	37.1930	672204	8	99.9988	0.0012	
	Total	6879300	5744149	83.4990	5744141	8	99.9999	0.0001	

The Ordinary Resolutions as set out in the AGM Notice dated 13.08.2024 has been passed by the Members by requisite majority and .Special Resolutions has been passed by 3/4th majority.







# MR & Associates

COMPANY SECRETARIES

46, B. B. Ganguly Street, 406, Kolkata - 700 012

Tel No: 033 2237 9517 / 4007 7907

Email : mrasso1996@gmail.com / goenkamohan@gmail.com

## CONSOLIDATED SCRUTINIZER'S REPORT

(Voting through Remote e-voting and voting at the Annual General Meeting venue through ballot paper)

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

To,

The Chairman of the 51st Annual General Meeting (AGM) of the Members of Terai Tea Company Limited (CIN: L51226WB1973PLC029009), held on Monday, the 30<sup>th</sup> day of September, 2024 at 10.30 A.M at its Registered Office - 10 Government Place (East), 1st Floor, Kolkata – 700069.

Dear Sir,

1. I, Mohan Ram Goenka, Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner of M R & Associates, was duly appointed as a Scrutinizer by the Board of Directors of **Terai Tea Company Limited** (the Company) for the purpose of Scrutinizing the process of voting through remote e-voting and voting at the Annual General Meeting venue through ballot paper under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through Remote e-voting and voting at the Annual General Meeting venue through ballot paper for the resolutions proposed in the Notice of 51st Annual General Meeting of the Members of the Company dated August 13, 2024. My responsibility as a Scrutinizer for the process of voting through Remote e-voting and voting at the venue of Annual General Meeting through ballot paper is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the 51st AGM of the Company, based on the report provided by Central Depository Services Limited (CDSL), the agency engaged by the Company to provide e-voting facility for voting through electronic means.
3. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting facility was kept open from Friday, September 27, 2024 (9:00 a.m.) till Sunday, September 29, 2024 (5.00 p.m.) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by Central Depository Services Limited (CDSL).



4. The Members holding equity shares as on the "cut-off date" i.e. Monday, September 23, 2024 were entitled to vote on the resolutions proposed in the Notice calling the 51st Annual General Meeting.
5. At the end of the remote e-voting period on Sunday, September 29, 2024 (5:00 p.m.), the voting portal of the service provider was blocked forthwith.
6. After transacting the business at the meeting, the Chairman ordered for voting at the AGM venue through ballot paper for those Members who could not cast their vote through remote e-voting with the assistance of the Scrutinizer.
7. Immediately after the conclusion of voting at the venue of the AGM on September 30, 2024, the votes cast at the venue were counted, thereafter the votes cast through remote e-voting were unblocked in the presence of two persons, who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
8. Thereafter, the details containing inter alia, list of the Members, who voted "for" or "against" on each of the resolution that were put to vote, were derived from the report generated from the e-voting website of Central Depository Services Limited (CDSL) i.e. <https://www.evotingindia.com/> and based on such reports and voting done through proxy forms.

84 Members have cast their votes through remote e-voting;

10 Members have cast their votes through ballot paper at the AGM venue.

The brief analysis of the results of the voting through Remote e-voting and voting at the Annual General Meeting venue through ballot paper are as under:

**Item No. 1 - Ordinary Resolution :**

To Receive, Consider and Adopt :

a) The Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2024 with the reports of the Board of Directors' and Auditors thereon.

b) The Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2024 together with report of the Auditors thereon.

Particulars	No. of votes contained in						
	Remote E-Voting		Ballot paper voting		Total		
	No.	Votes	No.	Votes	No.	Votes	Percentage (%)
Assent	79	5744074	10	67	89	5744141	99.9998
Dissent	5	8	0	0	5	8	0.0002
Total	84	5744082	10	67	94	5744149	100.0000
Abstain / Invalid	-	-	-	-	-	-	-



**Item No. 2 - Ordinary Resolution :**

To appoint a Director in place of Mr. Ajit Kumar Agarwala (DIN: 00265775), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	No. of votes contained in						
	Remote E-Voting		Ballot paper voting		Total		
	No.	Votes	No.	Votes	No.	Votes	Percentage (%)
Assent*	77	3167246	10	67	87	3167313	99.9994
Dissent	6	36	0	0	6	36	0.0006
Total	83	3167282	10	67	93	3167349	100.0000
Abstain / Invalid	1	2576800	0	0	-	-	-

\*The votes of Mr. Ajit Kumar Agarwala, being related party, have not been considered for the said resolution.

**Item No. 3 – Special Resolution:**

To approve Continuation of Mr. Ajit Kumar Agarwala as a Managing Director

Particulars	No. of votes contained in						
	Remote E-Voting		Ballot paper voting		Total		
	No.	Votes	No.	Votes	No.	Votes	Percentage (%)
Assent	78	3167274	10	67	88	3167341	99.9997
Dissent	5	8	0	0	5	8	0.0003
Total	83	3167282	10	67	93	3167349	100
Abstain / Invalid	1	2576800	-	-	-	-	-

\*The votes of Mr. Ajit Kumar Agarwala, being related party, have not been considered for the said resolution.

**Item No. 4 - Special Resolution :**

Appointment of Mr. Debasis Chakrabarti (DIN : 10712064) as an Independent Director of the Company

Particulars	No. of votes contained in						
	Remote E-Voting		Ballot paper voting		Total		
	No.	Votes	No.	Votes	No.	Votes	Percentage (%)
Assent	79	5744074	10	67	89	5744141	99.9998
Dissent	5	8	0	0	5	8	0.0002
Total	84	5744082	10	67	94	5744149	100
Abstain / Invalid	-	-	-	-	-	-	-



**Item No. 5- Ordinary Resolution :**

Approval of remuneration to the Cost Auditor of the company for the Financial year 2024-25

Particulars	No. of votes contained in						
	Remote E-Voting		Ballot paper voting		Total		
	No.	Votes	No.	Votes	No.	Votes	Percentage (%)
Assent	79	5744074	10	67	89	5744141	99.9998
Dissent	5	8	0	0	5	8	0.0002
Total	84	5744082	10	67	94	5744149	100.0000
Abstain / Invalid	-	-	-	-	-	-	-

9. Based on the foregoing, the resolution no.(s) 1 to 5 shall be deemed to have been passed with requisite majority.

All the relevant records relating to the voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the said AGM.

Place : Kolkata  
Date : 01.10.2024



For MR & Associates  
Company Secretaries  
A Peer Reviewed Firm  
Peer Review Certificate No.: 5598/2024

[M R Goenka]  
Partner  
C P No.: 2551

UDIN No.: F004515F001396422

Countersigned by:-