

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

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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 Chairperson
of the 73rd Annual General Meeting of
Jay Shree Tea & Industries Limited
"Industry House"
10, Camac Street
Kolkata-700017**

Madam,

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 73rd Annual General Meeting of the members of "**Jay Shree Tea & Industries Limited**" ("**Company**") held on Wednesday, 14th August, 2019 at "Kala Kunj", 48, Shakespeare Sarani, Kolkata - 700017 at 03:30 P.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 voting 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 28th May, 2019. My responsibility as a scrutinizer for the remote voting process through electronic means 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.



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I submit my report as under:

1. The remote e-voting period remained open from 9.00 A.M. IST on Friday, the 9th August, 2019 up to 5.00 P.M. IST on Tuesday, the 13th August, 2019.
2. The Shareholders holding shares as on the “cut off” date, i.e. 6th August, 2019 were entitled to vote on the proposed 5 (Five) resolutions as mentioned in the Notice dated 28th May, 2019 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 box was 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 Wednesday, the 14th August, 2019 around 05:25 P.M. after the completion of the Annual General Meeting in the presence of two witnesses, namely, Mr. Sanjay Sharma, residing at 414, Belilious Road, South Howrah– 711101 and Ms. Rachana Agarwal residing at 162/2, Benaras Road, Salkia, Howrah – 711106, 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 : 190712006] and votes casted through physical ballot papers distributed at the AGM venue are as under:



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<A> ORDINARY BUSINESS:

a) Resolution 1

To consider and adopt the Audited Financial Statement for the Financial Year ended 31.03.2019 and the Reports of the Board of Directors and Auditors thereon

(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	43	15904755	
Voting by ballot	11	537	
Total	54	15905292	99.9997%

(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	1	55	
Voting by ballot	0	0	
Total	1	55	0.0003%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	397368



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b) Resolution 2

To consider declaration of dividend by the Company, as recommended by the Board of Directors for the Financial Year ended March 31, 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	44	15904810	
Voting by ballot	11	537	
Total	55	15905347	100.0000%

(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	0	0	
Voting by ballot	0	0	
Total	0	0	0.0000%

(iii) *Invalid Votes:*

Total number of members whose votes were declared invalid	Total number of votes cast by them
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c) Resolution 3

To appoint a Director in place of Mr. Vikash Kandoi (holding DIN: 00589438), who retires by rotation and is eligible for re-appointment

(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	43	15904755	
Voting by ballot	11	537	
Total	54	15905292	99.9997%

(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	1	55	
Voting by ballot	0	0	
Total	1	55	0.0003%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	397368



** SPECIAL BUSINESS:****d) Resolution 4 : Ordinary Resolution****Appointment of Mr. Harsh Vardhan Kanoria (DIN: 00060259) as an Independent Director for an initial period of five years****(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	43	15904755	
Voting by ballot	11	537	
Total	54	15905292	99.9997%

(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	1	55	
Voting by ballot	0	0	
Total	1	55	0.0003%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
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e) Resolution 5 : Ordinary Resolution

Approval of the remuneration of the Cost Auditor of the Company for the year 2019-20

(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	43	15904755	
Voting by ballot	11	537	
Total	54	15905292	99.9997%

(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	1	55	
Voting by ballot	0	0	
Total	1	55	0.0003%

(iii) *Invalid Votes:*

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	397368



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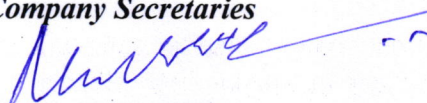
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8. All the resolutions proposed hereinabove have been passed with requisite majority.
9. The physical ballot forms, remote e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary 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: 16.08.2019



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Witness:

1. *Sanjay Sharma.*

(Sanjay Sharma)

414, Belilious Road

South Howrah - 711101

2. *Rachana Agarwal.*

(Rachana Agarwal)

162/2, Benaras Road, Salkia

Howrah - 711106



Received the Report of the Scrutinizer

For Jay Shree Tea & Industries Limited

(R. K. Ganeriwala)

President, CFO & Secretary

