



INDUSTRIES LTD

PARTNERSHIPS IN PRACTICE

5th April, 2022

BSE Limited

Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

National Stock Exchange of India Limited

The Listing Department
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (East),
Mumbai - 400 051

Scrip Code: 543413

NSE Symbol: TEGA

Sub: Declaration of Results of Postal Ballot as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam

This is in furtherance to our letter dated March 4, 2022 enclosing the Notice and Explanatory Statement dated February 11, 2022 for seeking consent of the members of the Company by way of Special Resolution through Postal Ballot through remote e-Voting process for approval of the following resolutions:

1. To consider and approve modification of the Employee Stock Option Scheme-2011 ("ESOP-2011")
2. To consider and approve ratification of the Employee Stock Option Scheme-2011 ("ESOP-2011")
3. To consider and approve extension of the benefits of the Employee Stock Option Scheme-2011 ("ESOP-2011") to the employees of Holding Company/ Subsidiary Companies/ Associate Companies/ Group Companies
4. To re-appoint Mr. Madan Mohan Mohanka (DIN: 00049388) as Whole Time Director of the Company
5. To consider and approve revision of remuneration to Mr. Mehul Mohanka (DIN: 00052134), Managing Director and Group CEO of the Company
6. To keep Register of Members and its Index at the office of the Registrar and Share Transfer Agent of the Company

In this regard, we wish to inform you that the above Resolutions 1 to 6 have been passed by the members of the Company with requisite majority on April 3, 2022, being the last date of remote e-Voting.

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Tega Industries Limited

Registered Office: 147, Block G, New Alipore, Kolkata - 700 053 | Tel: +91 33 3001 9000 | Fax: +91 33 2396 3649 | www.tegaindustries.com

Corporate Office: Godrej Waterside, Tower-II, Office No 807, 8th Floor, Block DP-5, Salt Lake Sector V, Bidhannagar, Kolkata-700 091, West Bengal
Tel: +91 33 4093 9000 | Fax: +91 33 4093 9075 | www.tegaindustries.com



An ISO 9001:2008 Company

CGI - www.cgim.com

L25199WB1976PLC030532

In connection with the same, please find the following:

a) Voting results of the said Postal Ballot activity through remote e-Voting in relation to the aforesaid businesses, as required under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, attached and marked as **Annexure - 1**.

b) The Scrutinizer's Report dated April 4, 2022 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, attached and marked as **Annexure - 2**.

The Voting Results along with the Scrutinizer's Report are also available on the website of the Company viz. www.tegaindustries.com.

Thanking You,

Yours faithfully,

For Tega Industries Limited



Manoj Kumar Agarwal

Chief Financial Officer, Company Secretary & Compliance Officer



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ANNEXURE - 1**POSTAL BALLOT VOTING RESULTS**

Scrip Code	543413 – BSE Limited TEGA – The National Stock Exchange of India Limited
Name of the Company	Tega Industries Limited
Type of Meeting	Postal Ballot
Date of Declaration of Results	April 5, 2022
Record Date	February 25, 2022
Total No. of Shareholders as on Record Date	117441
No. of Resolution passed in the meeting	6

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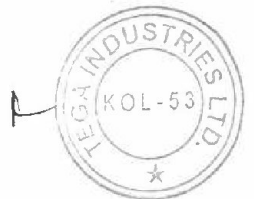
Tega Industries Limited

Resolution Required : (Special)		1 - To consider and approve modification of Employee Stock Option Scheme-2011 ("ESOP-2011")						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	52483895	52468945	99.9715	52468945	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		52468945	99.9715	52468945	0	100.0000	0.0000
Public Institutions	E-Voting	6878203	5714821	83.0860	5457762	257059	95.5019	4.4981
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5714821	83.0860	5457762	257059	95.5019	4.4981
Public Non Institutions	E-Voting	6931051	4584	0.0661	2870	1714	62.6091	37.3909
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4584	0.0661	2870	1714	62.6091	37.3909
Total		66293149	58188350	87.7743	57929577	258773	99.5553	0.4447



Tega Industries Limited

Resolution Required : (Special)		2 - To consider and approve ratification of the Employee Stock Option Scheme-2011 ("ESOP-2011")						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held [1]	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
			[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	52483895	52468945	99.9715	52468945	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		52468945	99.9715	52468945	0	100.0000	0.0000
Public Institutions	E-Voting	6878203	5714821	83.0860	3596796	2118025	62.9380	37.0620
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5714821	83.0860	3596796	2118025	62.9380	37.0620
Public Non Institutions	E-Voting	6931051	4584	0.0661	3100	1484	67.6265	32.3735
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4584	0.0661	3100	1484	67.6265	32.3735
Total		66293149	58188350	87.7743	56068841	2119509	96.3575	3.6425



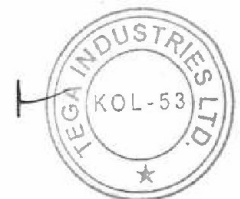
Tega Industries Limited

Resolution Required : (Special)			3 - To consider and approve extension of the benefits of the Employee Stock Option Scheme-2011 ("ESOP-2011") to the employees of Holding Company/ Subsidiary companies/ Associate Companies/ Group Companies					
Whether promoter/ promoter group are interested in the agenda/resolution?			No.					
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	52483895	52468945	99.9715	52468945	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		52468945	99.9715	52468945	0	100.0000	0.0000
Public Institutions	E-Voting	6878203	5714821	83.0860	3596796	2118025	62.9380	37.0620
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5714821	83.0860	3596796	2118025	62.9380	37.0620
Public Non Institutions	E-Voting	6931051	4609	0.0665	2698	1911	58.5376	41.4624
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4609	0.0665	2698	1911	58.5376	41.4624
Total		66293149	58188375	87.7743	56068439	2119936	96.3568	3.6432



Tega Industries Limited

Resolution Required : (Special)			4 - To re-appoint Mr. Madan Mohan Mohanka (DIN: 00049388) as Whole Time Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No.					
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	52483895	52468945	99.9715	52468945	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		52468945	99.9715	52468945	0	100.0000	0.0000
Public Institutions	E-Voting	6878203	5714821	83.0860	5553197	161624	97.1718	2.8282
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5714821	83.0860	5553197	161624	97.1718	2.8282
Public Non Institutions	E-Voting	6931051	4868	0.0702	4443	425	91.2695	8.7305
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4868	0.0702	4443	425	91.2695	8.7305
Total		66293149	58188634	87.7747	58026585	162049	99.7215	0.2785



Tega Industries Limited

Resolution Required : (Special)		5 - To consider and approve revision of remuneration to Mr. Mehl Mohanka (DIN: 00052134), Managing Director and Group CEO of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?		No.						
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 and Promoter Group	E-Voting	52483895	52468945	99.9715	52468945	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		52468945	99.9715	52468945	0	100.0000	0.0000
Public Institutions	E-Voting	6878203	5714821	83.0860	3437100	2277721	60.1436	39.8564
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5714821	83.0860	3437100	2277721	60.1436	39.8564
Public Non Institutions	E-Voting	6931051	4902	0.0707	3735	1167	76.1934	23.8066
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4902	0.0707	3735	1167	76.1934	23.8066
Total		66293149	58188668	87.7748	55909780	2278888	96.0836	3.9164



Tega Industries Limited

Resolution Required : (Special)		6 - To keep Register of Members and its Index at the office of the Registrar and Share Transfer Agent of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?		No.						
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	52483895	52468945	99.9715	52468945	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		52468945	99.9715	52468945	0	100.0000	0.0000
Public Institutions	E-Voting	6878203	5714821	83.0860	5714821	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5714821	83.0860	5714821	0	100.0000	0.0000
Public Non Institutions	E-Voting	6931051	4869	0.0702	4573	296	93.9207	6.0793
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4869	0.0702	4573	296	93.9207	6.0793
Total		66293149	58188635	87.7747	58188339	296	99.9995	0.0005



A. K. LABH

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



A. K. LABH & Co.

Company Secretaries

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

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Mobile : 98300-55689

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

Website : www.aklabh.com

SCRUTINIZER'S REPORT

**The Board of Directors
Tega Industries Limited
147, Block-G, New Alipore
Kolkata-700 053**

Dear Sir,

- (1) We have been appointed as Scrutinizer by the Company in connection with Postal Ballot conducted in terms of MCA Circular No. 14/2020 dated 8th April, 2020, MCA Circular No. 17/2020 dated 13th April, 2020, MCA Circular No. 22/2020 dated 15th June, 2020, MCA Circular No. 33/2020 dated 28th September, 2020, MCA Circular No. 39/2020 dated 31st December, 2020, MCA Circular No. 02/2021 dated January 13th January, 2021, MCA Circular No. 10/2021 dated 23rd June, 2021 and MCA Circular No. 20/2021 dated 8th December, 2021 (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting process through remote e-voting ("e-voting") in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 11th February, 2022.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and Rules relating to e-voting on the resolutions contained in the Notice of Postal Ballot dated 11th February, 2022. Our responsibility as a scrutinizer for the voting process through e-voting 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 M/s Link Intime India Private Limited ("LI IPL"), the agency engaged by the Company to provide e-voting facility.
- (3) We submit our report as under :
 - (a) The Company had completed dispatch of the Notice of Postal Ballot through electronic mode on 4th March, 2022 to its Members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on 25th February, 2022.
 - (b) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by LI IPL e-voting system (<https://instavote.linkintime.co.in>).
 - (c) The e-voting period remained open from 09:00 A.M. IST on Saturday, the 5th day of March, 2022 up to 5:00 P.M. IST on Sunday, the 3rd day of April, 2022.
 - (d) The shareholders holding shares as on the "cut off" date, i.e. 25th February, 2022 were entitled to vote on the proposed resolutions as mentioned in the Notice of Postal Ballot dated 11th February, 2022.



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- (e) The result of the e-voting was downloaded after 5:00 p.m. on Sunday, the 3rd April, 2022 from LIPL website providing the platform for e-voting system (<https://instavote.linkintime.co.in>) and were unblocked in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108, Sarat Chatterjee Road, Howrah – 711102 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700060, and has been included in our report.
- (f) The summary of the votes casted through e-voting (EVENT NO. : 220054) is as follows :-

SPECIAL BUSINESS:

Resolution 1 : Special Resolution

To consider and approve modification of Employee Stock Option Scheme-2011 ("ESOP-2011")

(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	108	57929577	99.5553%

(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	14	258773	0.4447%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



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Resolution 2 : Special Resolution

To consider and approve ratification of the Employee Stock Option Scheme-2011 ("ESOP-2011")

(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	100	56068841	96.3575%

(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	22	2119509	3.6425%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0

Resolution 3 : Special Resolution

To consider and approve extension of the benefits of the Employee Stock Option Scheme-2011 ("ESOP-2011") to the employees of Holding Company/ Subsidiary companies/ Associate Companies/ Group Companies

(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	95	56068439	96.3568%



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(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	27	2119936	3.6432%

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0

Resolution 4 : Special Resolution

To re-appoint Mr. Madan Mohan Mohanka (DIN: 00049388) as Whole Time Director

(i) Voted *in favour* of the Resolution:

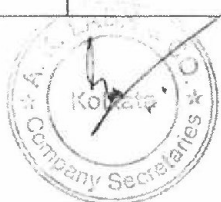
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote E-voting	112	58026585	99.7215%

(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	11	162049	0.2785%

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



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Website : www.aklabh.com

Resolution 5 : Special Resolution

*To consider and approve revision of remuneration to Mr. Mehul Mohanka (DIN: 0052134),
Managing Director and Group CEO*

(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	102	55909780	96.0836%

(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	22	2278888	3.9164%

(iii) *Invalid Votes:*

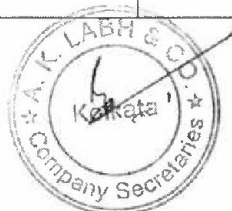
<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0

Resolution 6 : Special Resolution

To keep Register of Members and its Index at the office of the Registrar and Share Transfer Agent of the Company

(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	119	58188339	99.9995%



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Practising 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

(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	6	296	0.0005%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

- The proposed resolutions have therefore been passed with requisite majority by the Shareholders of the Company.
- You may accordingly declare the result of Postal Ballot through e-voting.
- The electronic data and e-voting registers shall remain in our safe custody until the Chairman considers, approves and signs the minutes of Postal Ballot through e-voting.

Thanking You,

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



(CS A. K. LABH)
Practising Company Secretary
FCS – 4848 / CP No. – 3238
UIN : S1999WB026800
PRCN : 1038/2020
UDIN : F004848D000016805

Place : Kolkata
Dated : 04-04-2022



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
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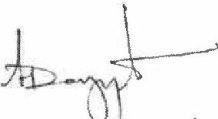
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

Witness:

1. 

(Narayan Chandra Saha)
108, Sarat Chatterjee Road
Howrah - 711102


2. 

(Anushree Dasgupta)
28/N, Dwijen Mukherjee Road, Behala
Kolkata - 700060



Received the Report of the Scrutinizer

For Tega Industries Limited



(Manoj Kumar Agarwal)

Company Secretary

ACS 15975

