

September 22, 2022

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

BSE Scrip Code: 543413

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

NSE SYMBOL: TEGA

Sub: 46th Annual General Meeting (AGM) of the Company – September 22, 2022

Dear Sir/Madam,

We would also like to inform that all the Resolutions for consideration at the 46th AGM in respect of the items set out in the Notice dated August 26, 2022, have been passed by the Members by requisite majority.

In connection with the same, please find the following:

- a) Voting results of the Annual General Meeting 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 September 22, 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.

Kindly take this intimation on your record.

Thanking You,

Yours faithfully,

For Tega Industries Limited

Manjuree Rai
Company Secretary & Compliance Officer

Encl: As stated above

Tega Industries Limited

Registered Office: Godrej Waterside, Tower-II, Office No 807, 8th Floor, Block DP-5, Salt Lake Sector V, Bidhannagar, Kolkata, West Bengal 700 09
Tel: +91 33 4093 9000 | Fax: +91 33 4093 9075 | www.tegaindustries.com



ANNEXURE - 1**ANNUAL GENERAL MEETING RESULTS**

Scrip Code	543413 – BSE Limited TEGA – The National Stock Exchange of India Limited
Name of the Company	Tega Industries Limited
Type of Meeting	Annual General Meeting
Date of Declaration of Results	September 22, 2022
Cut-off Date	September 15, 2022
Total No. of Shareholders as on Cut-off	94736
No. of Resolutions passed in the meeting	5



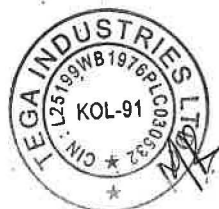
Tega Industries Limited

Resolution Required : (Ordinary) 1 - To receive, consider and adopt the Audited Standalone Financial Statements and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon.

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled	No. of Votes	No. of Votes	% of Votes in	% of Votes against
			polled	on outstanding shares	- in favour	-Against	favour on votes polled	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	52483895	100.0000	52483895	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		52483895	100.0000	52483895	0	100.0000	0.0000
Public Institutions	E-Voting	8700101	8354486	96.0275	8354486	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		8354486	96.0275	8354486	0	100.0000	0.0000
Public Non Institutions	E-Voting	5109153	10781	0.2110	9951	830	92.3013	7.6987
	Poll		46	0.0009	46	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10827	0.2119	9997	830	92.3340	7.6660
Total		66293149	60849208	91.7881	60848378	830	99.9986	0.0014



Tega Industries Limited

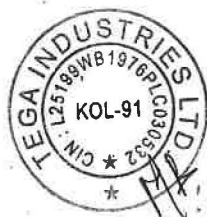
Resolution Required : (Ordinary)

2 - To appoint a Director in place of Mr. Madan Mohan Mohanka (DIN: 00049388), who retires by rotation and being eligible, offers himself for re-appointment.

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	52483895	100.0000	52483895	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		52483895	100.0000	52483895	0	100.0000	0.0000
Public Institutions	E-Voting	8700101	8354486	96.0275	8354486	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		8354486	96.0275	8354486	0	100.0000	0.0000
Public Non Institutions	E-Voting	5109153	10829	0.2120	10436	393	96.3709	3.6291
	Poll		46	0.0009	46	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10875	0.2129	10482	393	96.3862	3.6138
Total		66293149	60849256	91.7882	60848863	393	99.9994	0.0006



Tega Industries Limited

Resolution Required : (Ordinary)

3 - Ratification of remuneration to the Cost Auditors

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	52483895	100.0000	52483895	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		52483895	100.0000	52483895	0	100.0000	0.0000
Public Institutions	E-Voting	8700101	8354486	96.0275	8354486	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		8354486	96.0275	8354486	0	100.0000	0.0000
Public Non Institutions	E-Voting	5109153	10816	0.2117	8981	1835	83.0344	16.9656
	Poll		46	0.0009	46	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10862	0.2126	9027	1835	83.1062	16.8938
Total		66293149	60849243	91.7881	60847408	1835	99.9970	0.0030



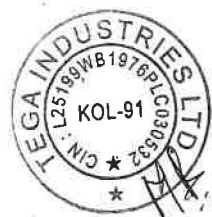
Tega Industries Limited

Resolution Required : (Special) 4 - Re-appointment of Mrs. Madhu Dubhashi (DIN: 00036846) as an Independent Director of the Company for a second term of 5 (five) consecutive years

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	52483895	100.0000	52483895	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		52483895	100.0000	52483895	0	100.0000	0.0000
Public Institutions	E-Voting	8700101	8354486	96.0275	8354486	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		8354486	96.0275	8354486	0	100.0000	0.0000
Public Non Institutions	E-Voting	5109153	9033	0.1768	8814	219	97.5756	2.4244
	Poll		46	0.0009	46	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9079	0.1777	8860	219	97.5878	2.4122
Total		66293149	60847460	91.7854	60847241	219	99.9996	0.0004



Tega Industries Limited

Resolution Required : (Special)

5 - Re-appointment of Mr. Mehul Mohanka (DIN: 00052134) as the Managing Director of the Company & Group CEO for a further period of 5 (five) consecutive years

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled	No. of Votes	No. of Votes	% of Votes in	% of Votes against
			polled	on outstanding shares	- in favour	-Against	favour on votes polled	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	52483895	100.0000	52483895	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		52483895	100.0000	52483895	0	100.0000	0.0000
Public Institutions	E-Voting	8700101	8354486	96.0275	7170395	1184091	85.8269	14.1731
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		8354486	96.0275	7170395	1184091	85.8269	14.1731
Public Non Institutions	E-Voting	5109153	10576	0.2070	8840	1736	83.5855	16.4145
	Poll		46	0.0009	46	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10622	0.2079	8886	1736	83.6566	16.3434
Total		66293149	60849003	91.7878	59663176	1185827	98.0512	1.9488



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

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

Mobile : 98300-55689

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

Website : www.aklabh.com

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 46th Annual General Meeting of
Tega Industries Limited
Godrej Waterside, Tower-II
Office No. 807, 8th Floor, Block DP-5
Salt Lake Sector V, Bidhannagar
Kolkata-700 091**

Dear Sir,

I, Atul Kumar Labh, Practising 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 46th Annual General Meeting (“AGM”) of the members of “**Tega Industries Limited**” (“Company”) held on Thursday, the 22nd day of September, 2022 at 11:00 A.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in terms of MCA Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021 and 02/2022 dated 5th May, 2022 (collectively referred as “MCA Circulars”) for the purpose of scrutinizing the electronic voting (“e-voting”) process through remote e-voting and e-voting at the AGM 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, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 26th day of August, 2022. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM 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 (“LIPL”), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.



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I submit my report as under:

1. The remote e-voting period remained open from 10:00 A.M. IST on Saturday, the 17th day of September, 2022 up to 5:00 P.M. IST on Wednesday, the 21st day of September, 2022.
2. The shareholders holding shares as on the "cut off" date, i.e. the 15th day of September, 2022 were entitled to vote on the proposed 5 (Five) resolutions as mentioned in the Notice of the AGM dated the 26th day of August, 2022.
3. The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC / OAVM to cast the votes in case the same had not been cast by them through remote e-voting.
4. The votes were unblocked on Thursday, the 22nd day of September, 2022 around 01:10 P.M. IST after the completion of the AGM 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, who are not in employment of the Company.
5. The e-voting data/results downloaded from the e-voting system of LIPL were scrutinized and reviewed, the votes were counted, and the results were prepared.
6. The combined result of the remote e-voting and e-voting at the AGM [EVENT NO. : 220412] are as under:



A. K. LABH

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DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



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<A> ORDINARY BUSINESS:

a) Resolution 1

Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon

(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	229	60848332	
E-voting at AGM	3	46	
Total	232	60848378	99.9986%

(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	830	
E-voting at AGM	0	0	
Total	6	830	0.0014%

(iii) *Invalid Votes:*

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



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b) Resolution 2

Appointment of a Director in place of Mr. Madan Mohan Mohanka (DIN: 00049388), who retires by rotation and being eligible, offers himself 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	221	60848817	
E-voting at AGM	3	46	
Total	224	60848863	99.9994%

(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	19	393	
E-voting at AGM	0	0	
Total	19	393	0.0006%

(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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 SPECIAL BUSINESS:

c) Resolution 3 : Ordinary Resolution

Ratification of remuneration payable to the Cost Auditors for the Financial Year ending March 31, 2023

(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	222	60847362	
E-voting at AGM	3	46	
Total	225	60847408	99.9970%

(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	14	1835	
E-voting at AGM	0	0	
Total	14	1835	0.0030%

(iii) *Invalid Votes:*

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



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d) Resolution 4 : Special Resolution

Re-appointment of Mrs. Madhu Dubhashi (DIN: 00036846) as an Independent Director of the Company for a second term of 5 (five) consecutive years

(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	223	60847195	
E-voting at AGM	3	46	
Total	226	60847241	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	13	219	
E-voting at AGM	0	0	
Total	13	219	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>
0	0



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e) Resolution 5 : Special Resolution

Re-appointment of Mr. Mehul Mohanka (DIN: 00052134) as the Managing Director of the Company & Group CEO for a further period of 5 (five) consecutive years

(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	220	59663130	
E-voting at AGM	3	46	
Total	223	59663176	98.0512%

(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	26	1185827	
E-voting at AGM	0	0	
Total	26	1185827	1.9488%

(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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7. All the resolutions proposed hereinabove have been passed with requisite majority.
8. The electronic data and e-voting registers 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
UIN : S1999WB026800
PRCN : 1038/2020
UDIN : F004848D001020786

Place : Kolkata
Dated : 22.09.2022



A. K. LABH

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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


(Manjuree Rai)
Company Secretary & Compliance Officer

