



Warren Tea Limited

WTL/SEC/S-2

23rd June, 2022

The General Manager,
Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001
- Scrip Code 508494

Dear Sir,

Sub : 45th Annual General Meeting – Results of Voting

Enclosed please find copy of report of the Scrutinizer for the 45th Annual General Meeting of the Company held on 22nd June, 2022.

Yours faithfully,
Warren Tea Limited

Soma Chakraborty
(Soma Chakraborty)
Company Secretary

Encl : as above



CONSOLIDATED SCRUTINIZER'S REPORT

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

To,

The Chairman of the 45th (Forty-fifth) Annual General Meeting (AGM) of Members of Warren Tea Limited (CIN: L01132AS1977PLC001706), held on Wednesday, 22nd day of June, 2022 at 2 P.M. (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

Dear Sir,

I, Raj Kumar Banthia, Partner of MKB & Associates, Practicing Company Secretaries, appointed by the Board of Directors of **Warren Tea Limited** ("the Company") for the purpose of scrutinizing the process of voting through Remote e-Voting and electronic voting at the Annual General Meeting, pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management & Administration) Rules, 2014 as amended, Regulation 44 of SEBI (LODR) Regulations, 2015 read with General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 2/2022 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021, 8th December, 2021, 14th December, 2021 and 5th May, 2022 respectively issued by the Ministry of Corporate Affairs (collectively referred to as the "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 12th May, 2020 and 15th January, 2021 and Secretarial Standards on General Meetings, in respect of the below mentioned resolutions proposed at the 45th Annual General Meeting of the Company held on Wednesday, 22nd day of June, 2022 at 2 P.M. through Video





Conferencing ("VC") / Other Audio Visual Means ("OAVM"), do hereby submit my report as follows:

- (a) The Notice dated 28th April, 2022 convening the 45th Annual General Meeting of the Company along with the Statement under Section 102 of the Act setting out all material facts in respect of Resolutions mentioned therein, was sent electronically on 25th May, 2022 to the members of the Company whose email addresses were registered with the Company/ Depositories/ RTA.
- (b) Since this AGM was held pursuant to the aforesaid MCA Circulars through VC or OAVM, physical attendance of the members has been dispensed with. Accordingly, in terms of above mentioned MCA and SEBI circulars, the facility for appointment of proxies by the members were also dispensed with.
- (c) The Company provided remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) to its shareholders. At the Annual General Meeting, the Company provided electronic voting facility offered by CDSL to the shareholders who did not cast their vote through remote e-voting.
- (d) The members holding shares either in physical or dematerialized form, as on the "Cut Off" date i.e. 15th June, 2022 were entitled to vote on the proposed resolutions.
- (e) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period for remote e-voting commenced on Saturday, 18th June, 2022 at 9:00 AM (IST) and ended on Tuesday, 21st June, 2022 at 5:00 PM (IST).
- (f) The members present at the meeting exercised their voting rights electronically at the Annual General Meeting as stated above.





- (g) After conclusion of voting at the 45th Annual General Meeting, the votes cast electronically at the meeting were counted first, and thereafter, the votes cast through remote e-voting were unblocked in presence of Mr. Rishabh Dev Chauhan and Ms. Khushi Nangalia, who acted as witnesses in accordance with Rule 20 the Companies (Management & Administration) Rules, 2014 as amended.
- (h) Thereafter, the details containing, inter alia, list of the members, who voted "For" or "Against" on each of the resolutions that were put to vote through remote e-voting and electronic voting during the AGM were derived from the report generated from the e-voting website of CDSL, www.evotingindia.com
- (i) 32 Members have cast their votes through remote e-voting and all such votes are valid, 1 Member has cast his vote electronically during the AGM and such vote is valid.

I now submit my consolidated report as under on the result of the remote e-voting and poll conducted at the meeting.

	Number of votes (shares) cast through Remote E- voting. (1)	Number of Votes (shares) cast through e-voting during the meeting (2)	Total (1)+(2)=(3)	% of total number of valid votes cast
ORDINARY BUSINESS				
Item No.1 as an Ordinary Resolution:				
To consider and adopt the Standalone Financial Statements and Consolidated Financial Statements for the year ended 31st March, 2022 and the Reports of the Directors and the Auditors thereon.				
(1) Voted in favour of the resolution	1,01,02,897	1	1,01,02,898	99.8194





(2) Voted against the resolution	18,276	--	18,276	0.1806
Total	1,01,21,173	1	1,01,21,174	100
(3) Invalid votes:	--	--	--	--

Item No. 2 as an Ordinary Resolution:

To appoint a Director in place of Mr Vinay Kumar Goenka (DIN 00043124), who retires by rotation and being eligible, offer himself for reappointment.

(1) Voted in favour of the resolution	1,01,02,897	1	1,01,02,898	99.8194
(2) Voted against the resolution	18,276	--	18,276	0.1806
Total	1,01,21,173	1	1,01,21,174	100
(3) Invalid votes:	--	--	--	--

SPECIAL BUSINESS

Item No. 3 as an Ordinary Resolution:

Ratification of remuneration payable to cost accountant..

(1) Voted in favour of the resolution	1,01,02,897	1	1,01,02,898	99.8194
(2) Voted against the resolution	18,276	--	18,276	0.1806
Total	1,01,21,173	1	1,01,21,174	100
(3) Invalid votes:	--	--	--	--



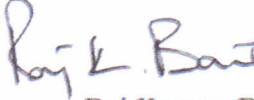


Based on the aforesaid results, the resolution no(s) 1 to 3 as contained in the Notice have been passed with the requisite majority.

The remote e- voting register and other related papers/ registers and records is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the minutes of the Meeting are signed.

For MKB & Associates
Company Secretaries

Firm Reg No: P2010WB042700


Raj Kumar Banthia
Partner



Date: 23.06.2022
Place: Kolkata
UDIN: A017190D000521969

Membership no. 17190
COP no. 18428