



**Dhunseri**<sup>®</sup>

Dhunseri Tea & Industries Limited

CIN : L15500WB1997PLC085661

Registered Office : Dhunseri House, 4A, Woodburn Park, Kolkata 700020

May 12, 2022

BSE Limited Phiroze-Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 <b>Scrip Code: 538902</b>	National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, 5 <sup>th</sup> Floor Bandra Kurla Complex, Bandra (E), Mumbai -400 051 <b>Symbol: DTIL</b>
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**Sub: Submission of Voting Results of Postal Ballot pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Report of Scrutinizer pursuant to Section 108 of the Companies Act, 2013**

Dear Sir/Madam,

Further to our letters of April 11, 2022 and April 12, 2022, please find enclosed the following:

- a) Voting Results of Postal Ballot through Remote e-voting relating to:
  - i. Appointment of Mrs. Bharati Dhanuka (DIN: 02397650) as a Director (Non-Executive & Non-Independent) of the Company; and
  - ii. Reappointment of Mr. Vivek Goenka (DIN: 00042285) as an Independent Director of the Company
- b) Scrutinizer's Report dated May 11, 2022

The above are also being uploaded on the Company's website viz. [www.dhunseritea.com](http://www.dhunseritea.com) and on the website of National Securities Depository Limited viz. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

This is for your information and record.

Yours faithfully,  
For Dhunseri Tea & Industries Limited

  
R. Mahadevan  
Company Secretary

Encl: As above

CC:  
National Securities Depository Ltd.  
Trade World, 4th Floor  
Kamala Mills Compound  
Senapati Bapat Marg, Lower Parel  
Mumbai – 400 013

**Report of Scrutinizer**

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the  
Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
Board of Directors  
Dhunseri Tea & Industries Limited,  
"Dhunseri House", 4A, Woodburn Park,  
Kolkata – 700020

Dear Sir,

I, Kailash Chandra Dhanuka, Practicing Company Secretary (FCS-2204/ CP-1247) and proprietor of M/s. K.C. Dhanuka & Co., Company Secretaries, Kolkata having been appointed, as the Scrutinizer by the Board of Directors of Dhunseri Tea & Industries Limited ("Company") in their meeting held on 25<sup>th</sup> March, 2022, for the purpose of scrutinizing the Postal Ballot, conducted through remote e-voting, in a fair and transparent manner in respect of the resolutions stated in the Notice of the Postal Ballot dated 25<sup>th</sup> March, 2022 proposed to be passed through Electronic Voting (remote e-voting), hereby submit my report as under:

1. The Company has complied with Sections 110 and 108 of the Companies Act, 2013, and all other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time read with General Circular No. 14/ 2020 dated 8<sup>th</sup> April, 2020, General Circular No. 17/ 2020 dated 13<sup>th</sup> April, 2020, General Circular No. 22/ 2020 dated 15<sup>th</sup> June, 2020, General Circular No. 33/ 2020 dated 28<sup>th</sup> September, 2020, General Circular No. 39/2020 dated 31<sup>st</sup> December, 2020, General Circular No. 10/2021 dated 23<sup>rd</sup> June, 2021 and General Circular No. 20/2021 dated 8<sup>th</sup> December, 2021 (collectively referred to as "MCA circulars"), in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India;
2. In accordance with the Notice dated 25th March 2022, electronically mailed to the registered e-mail addresses of the Shareholders (as on 8<sup>th</sup> April 2022), in respect of the below mentioned resolutions to be passed, the remote e-voting commenced from 09.00 A.M. IST on Tuesday, the 12th April 2022 and ended at 05.00 P.M. IST on Wednesday, the 11th May, 2022. The remote e-voting facility was offered by National Securities Depository Limited (NSDL). At the end of the voting period, we downloaded the Members' demographic details, their voting rights and voting pattern from NSDL's e-voting platform (<https://www.evoting.nsdli.com>).
3. The Shareholders holding shares as on the "cut off" date, i.e., 8<sup>th</sup> April, 2022 were entitled to vote on the proposed resolution as mentioned in the Notice of the Postal Ballot.
4. The e-voting results downloaded from the e-voting website of the NSDL (<https://www.evoting.nsdli.com>), showing equity shareholders who have voted "For" and "Against", are being handed over to the Chairman.



# K. C. DHANUKA & CO.

COMPANY SECRETARIES

CENTRE POINT, ROOM No. 419,  
21, HEMANTA BASU SARANI,  
4th FLOOR, KOLKATA - 700 001  
Cell : 09830053619, 3022-5806  
E-mail : dhanuka419@yahoo.co.in

5. The results of the voting are as under:

**A. As an Ordinary Resolution:**

Appointment of Mrs. Bharati Dhanuka (DIN: 02397650) as a Director (Non- Executive & Non-Independent) of the Company.

i. Voted in favour of the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
E-voting	177	7257126	99.94%

ii. Voted against the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
E-voting	16	4264	0.06%

iii. Invalid votes:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)
E-voting	0	0

**B. As a Special Resolution:**

Reappointment of Mr. Vivek Goenka (DIN: 00042285) as an Independent Director of the Company.

i. Voted in favour of the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
E-voting	179	7257230	99.94%

ii. Voted against the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
E-voting	15	4247	0.06%

iii. Invalid votes:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)
E-voting	0	0

Thanking you,

Place : Kolkata

Dated : 11<sup>th</sup> May, 2022

Yours faithfully,

K. C. DHANUKA & CO  
Company Secretaries



*K. C. Dhanuka*  
K. C. DHANUKA 11/05/2022  
Proprietor  
FCS-2204, CP-1247  
Peer Reviewer No: 108  
UDIN:F002204D000303065

# DHUNSERI TEA & INDUSTRIES LTD

POSTAL BALLOT and Voting Summary

Format for Voting Result

Date of the POSTAL BALLOT	08-Apr-22
Total Number of Shareholders on Record Date	21176
<b>No. of Shareholders Present in the Meeting Either in Person or Through Proxy :</b>	
Promoter & Promoter Group	
Public	
<b>Total</b>	
<b>No. of Shareholders CAST THE VOTE Through Video Conferencing :</b>	
Promoter & Promoter Group	19
Public	176
<b>Total</b>	<b>195</b>

1		Appointment of Mrs. Bharati Dhanuka (DIN: 02397650) as a Director (Non- Executive & Non-Independent) of the Company						
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?		YES						
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	7239289	7239289	100.00000	7239289	0	100.00000	0.00000
	Evoting at AGM		0		0			
	Postal Ballot (if applicable)							
	<b>Total</b>		7239289	100.00000	7239289	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	217272	0	0.00000	0	0		
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)							
	<b>Total</b>		0	0.00000	0	0		
Public-Non Institution holders	Remote Evoting	3050866	22101	0.72442	17837	4264	80.70676	19.29324
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)							
	<b>Total</b>		22101	0.72442	17837	4264	80.70676	19.29324
<b>Total</b>		<b>10507427</b>	<b>7261390</b>	<b>69.10721</b>	<b>7257126</b>	<b>4264</b>	<b>99.94128</b>	<b>0.05872</b>

2		Reappointment of Mr. Vivek Goenka (DIN: 00042285) as an Independent Director 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 & Promoter Group	Remote Evoting	7239289	7239289	100.00000	7239289	0	100.00000	0.00000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)							
	Total		7239289	100.00000	7239289	0	100.00000	0.00000
Public-Institutional holders	Remote Evoting	217272	0	0.00000	0	0		
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)							
	Total		0	0.00000	0	0		
Public-Non Institution holders	Remote Evoting	3050866	22188	0.72727	17941	4247	80.85902	19.14098
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)							
	Total		22188	0.72727	17941	4247	80.85902	19.14098
Total		10507427	7261477	69.10804	7257230	4247	99.94151	0.05849