

January 27, 2025

To,

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

BSE Scrip Code: 543413

NSE Symbol: TEGA

Sub: Declaration of Results of Postal Ballot pursuant to Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Madam/Sir,

This is in furtherance to our letter dated December 27, 2024, enclosing the Notice and Explanatory Statement dated December 19, 2024, 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 the appointment of Mr. Anand Sen (DIN: 00237914) as a Non-Executive Independent Director of the Company for a term of 5 (Five) consecutive years.
2. To consider and approve the redesignation of Mr. Madan Mohan Mohanka (DIN: 00049388) as a Non-Executive Non-Independent Director pursuant to his relinquishment of the position of "Whole time Director".
3. To consider and approve the payment of remuneration to Non-Executive Directors including Independent Directors.

In this regard, we wish to inform you that the above Resolutions 1 to 3 have been passed by the members of the Company with requisite majority on January 26, 2025, being last date for remote e-voting.

In connection with the same, please find enclosed:

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 700 091
Tel: +91 33 4093 9000 | Fax: +91 33 4093 9075 | www.tegaindustries.com



a) Voting results of the said Postal Ballot activity through remote e-voting, in relation to the aforesaid business, pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**Annexure A**).

b) The Scrutinizer's Report dated January 27, 2025, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (**Annexure B**).

The Voting Results along with the Scrutinizer's Report will also be hosted on the Company's website viz. www.tegaindustries.com and on the e-voting website of MUFG Intime India Private Limited (formerly Link Intime India Private Limited) at <https://instavote.linkintime.co.in>

Kindly take this intimation on record.

Thanking You,

Yours faithfully,

For **Tega Industries Limited**

Manjuree Rai
Company Secretary & Compliance Officer

Enclosed: As stated above

Tega Industries Limited

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Tel: +91 33 4093 9000 | Fax: +91 33 4093 9075 | www.tegaindustries.com



General information about company	
Scrip code	543413
NSE Symbol	TEGA
MSEI Symbol	NOTLISTED
ISIN	INE011K01018
Name of the company	TEGA INDUSTRIES LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	26-01-2025
Start time of the meeting	
End time of the meeting	



Scrutinizer Details	
Name of the Scrutinizer	ATUL KUMAR LABH
Firms Name	A.K. LABH & CO.
Qualification	CS
Membership Number	F4848
Date of Board Meeting in which appointed	14-11-2024
Date of Issuance of Report to the company	27-01-2025



Voting results	
Record date	20-12-2024
Total number of shareholders on record date	54264
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve the appointment of Mr. Anand Sen (DIN: 00237914) as a Non-Executive Independent Director of the Company for a term of 5 (Five) consecutive years				
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	49768945	49768945	100	49768945	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		49768945	49768945	100	49768945	0	100
Public- Institutions	E-Voting	13771154	13129395	95.3398	13121588	7807	99.9405	0.0595
	Poll							
	Postal Ballot (if applicable)							
	Total		13771154	13129395	95.3398	13121588	7807	99.9405
Public- Non Institutions	E-Voting	2995393	59519	1.987	59186	333	99.4405	0.5595
	Poll							
	Postal Ballot (if applicable)							
	Total		2995393	59519	1.987	59186	333	99.4405
Total		66535492	62957859	94.623	62949719	8140	99.9871	0.0129
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To consider and approve the redesignation of Mr. Madan Mohan Mohanka (DIN: 00049388) as a Non-Executive Non-Independent Director pursuant to his relinquishment of the position of "Whole Time Director"				
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	49768945	49768945	100	49768945	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		49768945	49768945	100	49768945	0	100
Public- Institutions	E-Voting	13771154	13129395	95.3398	10715070	2414325	81.6113	18.3887
	Poll							
	Postal Ballot (if applicable)							
	Total		13771154	13129395	95.3398	10715070	2414325	81.6113
Public- Non Institutions	E-Voting	2995393	59519	1.987	59219	300	99.496	0.504
	Poll							
	Postal Ballot (if applicable)							
	Total		2995393	59519	1.987	59219	300	99.496
Total		66535492	62957859	94.623	60543234	2414625	96.1647	3.8353
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To consider and approve the payment of remuneration to Non-Executive Directors including Independent Directors				
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	49768945	49768945	100	49768945	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		49768945	49768945	100	49768945	0	100
Public-Institutions	E-Voting	13771154	13129395	95.3398	10599995	2529400	80.7348	19.2652
	Poll							
	Postal Ballot (if applicable)							
	Total		13771154	13129395	95.3398	10599995	2529400	80.7348
Public- Non Institutions	E-Voting	2995393	59411	1.9834	59002	409	99.3116	0.6884
	Poll							
	Postal Ballot (if applicable)							
	Total		2995393	59411	1.9834	59002	409	99.3116
Total		66535492	62957751	94.6228	60427942	2529809	95.9817	4.0183
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



Text Block

Textual Information(1)

Note: 1 shareholder holding 108 equity shares of the Company, abstained from voting in this resolution.



Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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**SCRUTINIZER'S REPORT**

To
The Chairman
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 Postal Ballot process conducted by "**Tega Industries Limited**" ("Company") 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. 10/2021 dated 23rd June, 2021, MCA Circular No. 20/2021 dated 8th December, 2021, MCA Circular No. 3/2022 dated 5th May, 2022, MCA Circular No. 11/2022 dated 28th December, 2022, MCA Circular No. 09/2023 dated 25th September, 2023 and MCA Circular No. 09/2024 dated 9th September, 2024 (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 14th November, 2024.

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 resolution contained in the Notice of Postal Ballot dated 19th December, 2024. My 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 resolution, based on the reports generated from the e-voting system of Link Intime India Private Limited ("Link Intime"), the agency engaged by the Company to provide e-voting facility.

I submit my report as under:

- (a) The Company has completed dispatch of the Notice of Postal Ballot through electronic mode on 27th December, 2024 to its members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on Friday, 20th December, 2024.

1



A. K. LABH

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



A. K. LABH & Co.

Company Secretaries

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Mobile : 98300-55689

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

Website : www.aklabh.com

- (b) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by Link Intime e-voting system(<https://instavote.linkintime.co.in>).
- (c) The e-voting period remained open from 09:00 A.M. IST on Saturday, 28th December, 2024 up to 5:00 P.M. IST on Sunday, 26th January, 2025.
- (d) The shareholders holding shares as on the “cut off” date, i.e. Friday, 20th December, 2024 were entitled to vote on the proposed resolution as mentioned in the Notice of Postal Ballot dated 19th December, 2024.
- ∴
- (e) The result of the e-voting was downloaded after 5:00 P.M. on Sunday, 26th January, 2025 from Link Intime 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 – 711 1022 and Ms. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700 060, not in employment of the Company.
- (f) The summary of the votes cast through e-voting (Event No. : 240883) is as follows :-

SPECIAL BUSINESS:

Resolution 1: Special Resolution

“Appointment of Mr. Anand Sen (DIN: 00237914) as a Non- Executive Independent Director of the Company for a 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	197	6,29,49,719	99.9871

(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	3	8,140	0.0129



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Website : www.aklabh.com

(iii) Invalid Votes:

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

Resolution 2: Special Resolution

“Re-designation of Mr. Madan Mohan Mohanka (DIN: 00049388) as a Non-Executive Non-Independent Director pursuant to his relinquishment of the position of “Whole Time Director”.

(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	163	6,05,43,234	96.1647

(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	37	24,14,625	3.8353

(iii) Invalid Votes:

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

Resolution 3: Special Resolution

“Payment of remuneration to Non-Executive Directors including Independent Directors.”

(i) Voted in favour of the Resolution:

3



A. K. LABH

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



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<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	152	6,04,27,942	95.9817

(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	47	25,29,809	4.0183

(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

- (g) The proposed resolutions have been passed with requisite majority by the Shareholders of the Company.
- (h) You may accordingly declare the result of Postal Ballot through e-voting.
- (i) The electronic data and e-voting registers shall remain in my 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

(Signature)
(CS A. K. LABH)
Practising Company Secretary
FCS : 4848 / CP No. : 3238
UIN : S1999WB026800
PRCN : 1038/2020
UDIN : F004848F003792051



Place : Kolkata

Dated : 27.01.2025



A. K. LABH

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



A. K. LABH & Co.

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Website : www.aklabh.com

Witness:

1. 

(Narayan Chandra Saha)
108, Sarat Chatterjee Road
Howrah - 711 102



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 and Compliance Officer
Membership No.: A-12858

