

Date: 12.07.2021

To, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001

Scrip Code: 540108 Scrip Symbol: TIAANC

Dear Sir / Madam,

Sub.: Scrutinizer's Report on Postal Ballot conducted pursuant to the provisions of Section 110 & 108 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014.

With reference to the above subject, please find enclosed the Scrutinizer's Report on the Postal Ballot conducted for approval of the Members in accordance with the provisions of Section 110 & 108 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014.

We are also enclosing e-voting results as per prescribed format under SEBI Listing Regulations.

Based on the Scrutinizer's Report issued by Mr. Suhas Bhattbhatt, Practicing Company Secretary, we wish to inform you that the resolutions mentioned in the Postal Ballot Notice dated June 09, 2021 have been passed with requisite majority for all the Resolutions.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully

For Tiaan Consumer Limited

Sudharshan Rangarajan

Managing Director DIN: 08588182

Encl.: As above



### **Details of Voting Result - Postal Ballot**

Particulars	Details
	11 <sup>th</sup> July, 2021
	(Resolutions passed through
Date of the AGM	Postal Ballot)
Date of declaration of result of Postal Ballot	12 <sup>th</sup> July, 2021
Total number of shareholders on record date	1662
(cut-off date i.e. 4th June, 2021)	
	Not Applicable
Number of Shareholders present in the meeting in person or	(Resolutions passed through
proxy	Postal Ballot)
	Not Applicable
Number of Shareholders attending the meeting through Video	(Resolutions passed through
Conferencing (VC)	Postal Ballot)

#### **Resolution - 1**: Issue of Bonus Shares in the Ratio 59:100

Resolution				Ordinary					
Whether pr agenda/res	omoter/ p olution?	romoter gro	oup are inter	ested in the		No			
Category	Mode of Voting	No. of	No. of	% of Votes Polled on	No. of	No. of	% of Votes in favour on	% of Votes against	
		Shares Held	Votes Polled	outstanding Shares	Votes – in favour	Votes - against	votes Polled	on votes polled	
		(1)	(2)	(3)=[(2)/(1) ]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100	
Promoter	E-Voting		5,56,250	100	5,56,250	0	100	0	
and Promoter	Physical	5,56,250	0	0	0	0		0	
Group	Total	5,56,250	5,56,250	100	5,56,250	0		0	
Public	E-Voting		0	0	0	0	0	0	
Institutions	Physical	0	0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	
Public Non-	E-Voting		11,72,465	19.8647	11,71,889	576	99.9509	0.0491	
Institutions	Physical	59,02,250	0	0	0	0	0	0	
	Total	59,02,250	11,72,465	19.8647	11,71,889	576	99.9509	0.0491	
Total		64,58,500	17,28,715	26.7665	17,28,139	576	99.9667	0.0333	



### <u>Resolution - 2</u>: Regularization of appointment of Ms. Samala Pavithra (DIN: 08945087) as a Non-Executive Independent Director.

Resolution				Ordinary				
Whether pragenda/res	omoter/polution?	romoter gro	oup are inter	ested in the		No		
Category	Mode of Voting			% of Votes Polled			% of Votes in	% of Votes
		No. of	No. of	on	No. of	No. of	favour on	against
		Shares Held	Votes Polled	outstanding Shares	Votes – in favour	Votes – against	votes Polled	on votes polled
		(1)	(2)	(3)=[(2)/(1) ]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	
Promoter	E-Voting		5,56,250	100	5,56,250	0	100	0
and		5,56,250						
Promoter	Physical		0	0	0	0		
Group	Total	5,56,250	5,56,250	100	5,56,250	0	100	0
Public	E-Voting		0	0	0	0	0	0
*	D1 . 1	0	0			0		
Institutions	Physical		0	0	0	0		0
	Total	0	0	0	0	0	0	0
Public Non-	E-Voting	<b>5</b> 0 00 0 <b>5</b> 0	11,72,465	19.8647	11,71,899	566	99.9517	0.0483
Institutions	Physical	59,02,250	0	0	0	0	0	0
	Total	59,02,250	11,72,465	19.8647	11,71,899	566	99.9517	0.0483
Total		64,58,500	17,28,715		17,28,149			

# <u>Resolution - 3</u>: Regularization of appointment of Mr. Naresh Veeramalla (DIN: 08949461) as a Non-Executive Independent Director.

Resolution Whether p		romoter gro	oup are inter	Ordinary rested in the					
Whether promoter/ promoter group are interagenda/resolution?						No			
Category	Mode of Voting	No. of Shares Held	Polled	% of Votes Polled on outstanding Shares	in favour	No. of favour on agai  Votes - votes on vo		against on votes polled	
		(1)	(2)	(3)=[(2)/(1) ]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100	
Promoter	E-Voting		5,56,250	100	5,56,250	0	100		
and Promoter	Physical	5,56,250	0	0	0	0	0	0	



Group	Total	5,56,250	5,56,250	100	5,56,250	0	100	0
Public	E-Voting		0	0	0	0	0	0
Institutions	Physical	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-	E-Voting		11,72,465	19.8647	11,72,464	1	99.9999	0.0001
To all discount	Dl'l	59,02,250	0	0	0	0	0	0
Institutions	Physical <b>Total</b>	59,02,250	11,72,465	19 8647	11,72,464	1	99.9999	0.0001
Total	Total	64,58,500			17,28,714		99.9999	

# <u>Resolution - 4</u>: Regularization of appointment of Mrs. Jayshri Kothari (DIN: 08988661) as a Non-Executive Independent Director.

Resolution				Ordinary				
Whether pr agenda/res	omoter/ p olution?	romoter gro	oup are inter	ested in the		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	E-Voting		5,56,250	100	5,56,250	0	100	0
and Promoter	Physical	5,56,250	0	0	0	0		0
Group	Total	5,56,250	5,56,250	100	5,56,250	0	100	0
Public	E-Voting		0	0	0	0	0	0
Institutions	Physical	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-	E-Voting		11,72,465	19.8647	11,71,909	556	99.9526	0.0474
Institutions	Physical	59,02,250	0	0	0	0	0	0
	Total	59,02,250	11,72,465	19.8647	11,71,909	556	99.9526	0.0474
Total		64,58,500	17,28,715	26.7665	17,28,159	556	99.9678	0.0322



## <u>Resolution - 5</u>: Regularisation of appointment of Mr. Anurag Poojary (DIN: 08988658) as an Executive Director of the Company.

Resolution				Ordinary				
Whether pragenda/res	omoter/p olution?	romoter gro	oup are inter	rested in the No				
Category	Mode of Voting	No. of Shares	No. of Votes	% of Votes Polled on outstanding		No. of Votes -	% of Votes in favour on votes	% of Votes against on votes
		Held	Polled	Shares	in favour	Against	Polled	polled
		(1)	(2)	(3)=[(2)/(1) ]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter	E-Voting		5,56,250	100	5,56,250	0	100	0
and		5,56,250	, ,					
Promoter	Physical		0	0	0	0		0
Group	Total	5,56,250	5,56,250	100	5,56,250	0	100	0
Public	E-Voting		0	0	0	0	0	0
Institutions	Physical	0	0	0	0	0	0	0
mstitutions	Total	0	0	0	0	0		0
Public Non-	E-Voting		11,72,465	19.8647	11,71,899	566	99.9517	0.0483
	D)	59,02,250	•			0		
Institutions	Physical		0	0	0	Ů		0
	Total	59,02,250	11,72,465		· · ·		i	0.0483
Total		64,58,500	17,28,715	26.7665	17,28,149	566	99.9673	0.0327

### <u>Resolution - 6</u>: Change in Designation of Mr. Dasarath Kumar Kallur (DIN: 08767494) from Non-Executive Non-Independent Director to Executive Director of the Company.

Resolution Whether pr agenda/res	omoter/ pr	omoter gro	oup are inter	Special rested in the No				
	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	E-Voting	_	5,56,250	100	5,56,250	0	100	0
and Promoter	Physical	5,56,250	0	0	0	0	0	0
Group	Total	5,56,250	5,56,250	100	5,56,250	0	100	0
Public	E-Voting	0	0	0	0	0	0	0

TIAAN CONSUMER LIMITED (Formerly Tiaan Ayurvedic & Herbs Limited)



Institutions	  Physical		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-	E-Voting		11,72,465	19.8647	11,72,454	11	99.9991	0.0009
Institutions	Physical	59,02,250	0	0	0	0	0	0
	Total	59,02,250	11,72,465	19.8647	11,72,454	11	99.9991	0.0009
Total		64,58,500	17,28,715	26.7665	17,28,704	11	99.9994	0.0006

<u>Resolution - 7</u>: Change in Designation of Mr. Satish Bhagat (DIN: 07967667) from Non-Executive Independent Director to Non-Executive Non-Independent Director of the Company.

Resolution	required			Special					
Whether pr agenda/res	omoter/pi olution?	romoter gro	up are inter	ested in the		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	E-Voting		5,56,250	100	5,56,250	0	100	0	
and Promoter	Physical	5,56,250	0	0	0	0	0	0	
Group	Total	5,56,250	5,56,250	100	5,56,250	0	100	0	
Public	E-Voting		0	0	0	0	0	0	
Institutions	Physical	0	0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	
Public Non-	E-Voting	59,02,250	11,72,465	19.8647	11,72,444	21	99.9982	0.0018	
Institutions	Physical	39,02,230	0	0	0	0	0	0	
	Total	59,02,250	11,72,465	19.8647	11,72,444	21	99.9982	0.0018	
Total		64,58,500	17,28,715	26.7665	17,28,694	21	99.9988	0.0012	

On the basis of the report submitted by the Scrutinizer, I, Sudharshan Rangarajan, Managing Director of the Company hereby declare the above resolutions as passed by requisite majority.

For Tiaan Consumer Limited

Sudharshan Rangarajan Managing Director

DIN: 08588182



# S Bhattbhatt & Co.

Practising Company Secretaries Regd. Insolvency Professional

Office No. 1:520, Grand K 10, Opp. Honest Restaurant, Nr. Genda Circle, Vadodara - 390007.

Office No. 2:212, B-Tower, Atlantis - K 10, Opp. Honest Restaurant, Nr. Genda Circle, Vadodara - 390007.

Phone No.: 0265-2969504, Mobile: 9824250787 Email: cssuhasb@gmail.com

#### SCRUTINIZER'S REPORT ON POSTAL BALLOT

To,
The Chairman
Tiaan Consumer Limited
405, Patel Ashwamegh Complex
Jetalpur Road, Near Dairy Den Circle,
Sayajigunj, Vadodara – 390 005.

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot conducted pursuant to the provisions of Section 110 & 108 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014.

I, Suhas Bhattbhatt, proprietor of M/s. S Bhattbhatt & Co., Practicing Company Secretaries of Vadodara, has been appointed as Scrutinizer by the Board of Directors of Tiaan Consumer Limited (formerly known as Tiaan Ayurvedic & Herbs Limited) for conducting the Postal Ballot process through e-voting pursuant to Section 108 read with Rule 20 of Companies (Management and Administration) Rules, 2014), for seeking Shareholder's assent or dissent.

- a. The Company availed remote e-voting for the members to conduct Postal Ballot process. The remote e-voting period commenced on Saturday, 12th June, 2021 at 09:00 a.m. (IST) and ended on Sunday, 11th July, 2021 at 05:00 p.m.
- b. The Company had sent the Postal Ballot Notice to all the Member by way of electronic means.
- c. After the scheduled time, the votes cast under remote e-voting facility were unblocked.
- d. Result of voting through e-voting is as under:

#### SPECIAL BUSINESS:

Resolution No. 1: Issue of Bonus Shares in the Ratio 59:100

#### **VOTING RESULTS FOR THE RESOLUTION:**

(i) Postal ballot:

	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	Nil	Nil	Nil
Votes against the Resolution	Nil	Nil	Nil
Invalid Votes	Nil	Nil	Nil
Total	Nil	Nil	Nil



	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	39	17,28,139	99.9667
Votes against the Resolution	4	576	0.0333
Invalid Votes	0	0	0
Total	43	17,28,715	100

(iii) Total:

	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	39	17,28,139	99.9667
Votes against the Resolution	4	576	0.0333
Invalid Votes	0	0	0
Total	43	17,28,715	100

**Resolution No. 2:** Regularization of appointment of Ms. Samala Pavithra (DIN: 08945087) as a Non-Executive Independent Director.

### **VOTING RESULTS FOR THE RESOLUTION:**

(i) Postal ballot:

	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	Nil	Nil	Nil
Votes against the Resolution	Nil	Nil	Nil
Invalid Votes	Nil	Nil	Nil
Total	Nil	Nil	Nil

(ii) E-Voting:

	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	40	17,28,149	99.9673
Votes against the Resolution	3	566	0.0327
Invalid Votes	0	0	0
Total	43	17,28,715	100

(iii) Total:

	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	40	17,28,149	99.9673
Votes against the Resolution	3	566	0.0327
Invalid Votes	0	0	0
Total	43	17,28,715	100

Resolution No. 3: Regularization of appointment of Mr. Naresh Veeramalla (DIN: 08949461) as a Non-Executive Independent Director.

### **VOTING RESULTS FOR THE RESOLUTION:**

(i) Postal ballot:

	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	Nil	Nil	Nil
Votes against the Resolution	Nil	Nil	Nil
Invalid Votes	Nil	Nil	Nil
Total	Nil	Nil	Nil

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(ii) L-votting.	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	42	17,28,714	99.9999
Votes against the Resolution	1	1	0.00001
Invalid Votes	0	0	0
Total	43	17,28,715	100

(iii) Total:

	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	42	17,28,714	99.9999
Votes against the Resolution	1	1	0.00001
Invalid Votes	0	0	0
Total	43	17,28,715	100

**Resolution No. 4:** Regularization of appointment of Mrs. Jayshri Kothari (DIN: 08988661) as a Non-Executive Independent Director.

#### **VOTING RESULTS FOR THE RESOLUTION:**

(i) Postal ballot:

	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	Nil	Nil	Nil
Votes against the Resolution	Nil	Nil	Nil
Invalid Votes	Nil	Nil	Nil
Total	Nil	Nil	Nil

(ii) E-Voting:

	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	41	17,28,159	99.9678
Votes against the Resolution	2	556	0.0322
Invalid Votes	0	0	0
Total	43	17,28,715	100

(iii) Total:

	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	41	17,28,159	99.9678
Votes against the Resolution	2	556	0.0322
Invalid Votes	0	0	0
Total	43	17,28,715	100

**Resolution No. 5:** Regularisation of appointment of Mr. Anurag Poojary (DIN: 08988658) as an Executive Director of the Company.

### **VOTING RESULTS FOR THE RESOLUTION:**

(i) Postal ballot:

	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	Nil	Nil	Nil
Votes against the Resolution	Nil	Nil	Nil
Invalid Votes	Nil	Nil	Nil
Total	Nil	Nil	Nil

	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	40	17,28,149	99.9673
Votes against the Resolution	3	566	0.0327
Invalid Votes	0	0	0
Total	43	17,28,715	100

(iii) Total:

	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	40	17,28,149	99.9673
Votes against the Resolution	3	566	0.0327
Invalid Votes	0	0	0
Total	43	17,28,715	100

Resolution No. 6: Change in Designation of Mr. Dasarath Kumar Kallur (DIN: 08767494) from Non-Executive Non-Independent Director to Executive Director of the Company.

### **VOTING RESULTS FOR THE RESOLUTION:**

(i) Postal ballot:

	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	Nil	Nil	Nil
Votes against the Resolution	Nil	Nil	Nil
Invalid Votes	Nil	Nil	Nil
Total	Nil	Nil	Nil

(ii) E-Voting:

	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	41	17,28,704	99.9994
Votes against the Resolution	2	11	0.0006
Invalid Votes	0	0	0
Total	43	17,28,715	100

(iii) Total:

	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	41	17,28,704	99,9994
Votes against the Resolution	2	11	0.0006
Invalid Votes	0	0	0
Total	43	17,28,715	100

**Resolution No. 7:** Change in Designation of Mr. Satish Bhagat (DIN: 07967667) from Non-Executive Independent Director to Non-Executive Non-Independent Director of the Company.

#### **VOTING RESULTS FOR THE RESOLUTION:**

(i) Postal ballot:

9	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	Nil	Nil	Nil
Votes against the Resolution	Nil	Nil	Nil
Invalid Votes	Nil	Nil	Nil
Total	Nil	Nil	Nil



	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	40	17,28,694	99.9988
Votes against the Resolution	3	21	0.00012
Invalid Votes	0	0	0
Total	43	17,28,715	100

(iii) Total:

	No. of Shareholder	No. of Votes cast by them	Percentage (%)
Votes in favour of the Resolution	40	17,28,694	99.9988
Votes against the Resolution	3	21	0.00012
Invalid Votes	0	0	0
Total	43	17,28,715	100

We report that as per the voting calculation mentioned above, all the resolutions as set out in the Notice of Postal Ballot are passed in favour with requisite majority.

The relevant records relating to Postal Ballot were handed over to the Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully

For S Bhattbhatt & Co.

Suhas Bhattbhatt

Proprietor

Membership No.: A11975

CP No.: 10427

UDIN: A011975C000614381

C.P.No.10427 ACS 11975

Place: Vadodara Date: 12.07.2021