



Warren Tea Limited

WTL/SEC/S-2

10th September, 2020

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

Dear Sir,

Sub : 43rd Annual General Meeting – Results of Voting

Enclosed please find copy of report of the Scrutinizer for the 43rd Annual General Meeting of the Company held on 9th September, 2020.

Yours faithfully,
Warren Tea Limited

Soma Chakraborty
(Soma Chakraborty)
Company Secretary

Encl : as above

CIN : L01132AS1977PLC001706 ■ website : www.warrentea.com

Corporate Office : 'Suvira House', 4B, Hungerford Street, Kolkata 700 017
Telephone : 2287 2287, Fax : 2289 4444, E-mail : corporate@warrentea.com
Registered Office : Deohall Tea Estate, P.O. Hoogrijan, Dist. Tinsukia, Assam 786 601



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 43rd (Forty Third) Annual General Meeting (AGM) of Members of Warren Tea Limited (CIN: L01132AS1977PLC001706), held on Wednesday, 9th day of September, 2020 at 11.30 A.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 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 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 dated 12th May, 2020 and Secretarial Standards on General Meetings, in respect of the below mentioned Resolutions proposed at the 43rd Annual General Meeting of the Company held on Wednesday, 9th day of September, 2020 at 11.30 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), do hereby submit my report as follows:





- (a) The Notice dated 30th June, 2020 convening the 43rd 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 13th August, 2020, 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 was 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. 2nd September, 2020 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 Sunday, 6th September, 2020 at 9:00 AM (IST) and ended on Tuesday, 8th September, 2020 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 43rd 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 Ms. Mudra Khetan and Ms. Sonal Sarma, 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) 42 Members have cast their votes through remote e-voting and all such votes are valid, 3 Members have cast their votes electronically during the AGM and all such votes are 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, 2020 and the Reports of the Directors and the Auditors thereon.				
(1) Voted in favour of the resolution	10137321	103	10137424	100
(2) Voted against the resolution	--	8	8	Negligible
Total	10137321	111	10137432	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	10137321	111	10137432	100
(2) Voted against the resolution	--	--	--	--
Total	10137321	111	10137432	100
(3) Invalid votes:	--	--	--	--
SPECIAL BUSINESS				
Item No.3 as an Special Resolution: Reappointment of Mr Subhajit Kumar Ghosh (DIN 00042335) as Managing Director of the Company.				
(1) Voted in favour of the resolution	10137320	103	10137423	100
(2) Voted against the resolution	--	8	8	Negligible
Total	10137320	111	10137431	100
(3) Invalid votes:	--	--	--	--
Item No. 4 as an Ordinary Resolution: Payment of remuneration of Rs. 1,00,000 (Rupees one lac only) together with reimbursement of applicable taxes and out of pocket expenses, if any, to M/s Shome & Banerjee, Cost Accountants (FRN 000001) for audit of the cost records of the Company for the financial year 2020-21.				





(1) Voted in favour of the resolution	10137321	111	10137432	100
(2) Voted against the resolution	--	--	--	--
Total	10137321	111	10137432	100
(3) Invalid votes:	--	--	--	--

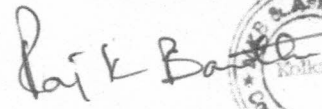
Based on the aforesaid results, the resolution no.(s) 1 to 4 as contained in the Notice have been passed with the requisite majority.

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.

Thanking you,

Yours faithfully,

For MKB & Associates




Raj Kumar Banthia

Partner

Membership No.: 17190

COP No.: 18428

FRN: P2010WB042700

Date: 09.09.2020

Place: Kolkata

UDIN: A017190B000685451