



Dhunseri[®]

Dhunseri Tea & Industries Limited

CIN : L15500WB1997PLC085661

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

Ref. No. DTIL/108/2019/

27.06.2019

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

Scrip Code: 538902

National Stock Exchange of India Ltd.,
Exchange Plaza,,C-1, Block G, 5th Floor
Bandra Kurla Complex,
Bandra (E),
Mumbai-400051

Symbol : DTIL

Dear Sirs,

Postal Ballot Result and Report of the Scrutineer relating to Special Resolution authorizing the Board to sell the undertaking (i.e. branded business viz; 'LALGHORA' and 'KALAGHORA') under Section 180(1)(a) of the Companies Act, 2013.

Further to our letter No. DTIL/108/2019 dated 29th May, 2019 on the above subject, we confirm, that, the Special Resolution authorizing the Board of Directors to sell the Company's undertaking (i.e. branded business viz; 'LALGHORA' and 'KALAGHORA') under Section 180(1)(a) of the Companies Act, 2013 has been passed by the Members by requisite majority.

We enclose in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of the voting result in the prescribed format along with the Report of the Scrutineer.

The declared result along with the Scrutineer's Report dated 27th June, 2019 is also available on the Company's website : www.dhunseritea.com under the section "Announcement".

Thanking you,

Yours faithfully,
For DHUNSERI TEA & INDUSTRIES LTD.

(R. MAHADEVAN)
Company Secretary

DHUNSERI TEA & INDUSTRIES LTD - Voting Summary

Format for Voting Result

Date of the declaration of results	June 27, 2019
Total Number of Shareholders on record date	17793
No. of shareholders present in the meeting either in person or through proxy :	
Promoter & Promoter group	NA
Public	NA
Total	
No. of shareholders attended the meeting through Video Conferencing	N.A.
Promoter & Promoter group	NA
Public	NA
Total	

For Dhunseri Tea & Industries Ltd.

M. Mahadon
Secretary

Agenda- wise disclosure (to be disclosed separately for agenda item)

1 Special		Special Resolution - Sale of undertaking of the branded business namely Lalghora and Kalaghora to Tata Global Beverages Limited under Section 180(1)(a) of the Companies Act, 2013						
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	E-Voting	4702135	6400	0.14%	6400	-	100.00%	-
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		4695735	99.86%	4695735	-	100.00%	-
	Total		4702135	100.00%	4702135	0	100.00%	-
Public - Institutional holders	E-Voting	3,75,701	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		-	-	-	-	-	
Public - Non Institution	E-Vote	1927115	13276	0.69%	12050	1226	90.77%	9.23%
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		4415	0.23%	4384	31	99.30%	0.70%
	Total		17691	0.92%	16434	1257	92.89%	7.11%
Total		7004951	4719826	67.38%	4718569	1257	99.97%	0.03%

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Email : mail@dhunseritea.com, Website : www.dhunseritea.com



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K.C. DHANUKA & CO

COMPANY SECRETARIES

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21 HEMANTA BASU SARANI,
KOLKATA 700 001
Mobile : 98300 53619,
E-mail : dhanuka419@yahoo.co.in

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 had been appointed, as the Scrutinizer by the Board of Directors of Dhunseri Tea & Industries Limited ("Company"), for the purpose of scrutinizing the Postal Ballot Process in a fair and transparent manner in respect of the resolution stated in the notice of the Postal Ballot dated 24th May 2019 proposed to be passed through Postal Ballot and Electronic Voting (e-voting), submit my report as under:

1. In accordance with the Notice dated 24th May 2019 dispatched to the Shareholders by prescribed mode in respect of the below mentioned resolution to be passed, the voting commenced from 09.00 A.M. IST on Tuesday, the 28th May 2019 and ended at 05.00 P.M. IST on Wednesday, the 26th of June, 2019 for physical ballots as well as for e-voting. The E-voting facility was offered by National Securities Depository Limited (NSDL). The votes were unblocked in the presence of two witnesses namely, Mr. Sukumar Kundu, residing at Sailesh Nagar, Gangangar, Kolkata - 700132 and Miss Smriti Sadhukhan, residing at 28/1, Adhar Das Road, Budge Budge, Kolkata - 700137, who were not in employment of the Company, at around 05.55 P.M. IST on 26th of June 2019 and the voting summary was downloaded from the National Securities Depository Limited (NSDL) E-voting System (<https://www.evoting.nsdl.com>)
2. The Shareholders holding shares as on the "cut off" date, i.e., 24th May 2019 were entitled to vote on the proposed resolution as mentioned in the Notice of the Postal Ballot.
3. The Register of Ballots entered and prepared in electronic mode showing equity shareholders who have voted "For" and "Against" and e-voting results downloaded from the e-voting website of the NSDL(<https://www.evoting.nsdl.com>) are being handed over to the Chairman.





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4. The Ballots papers received were scrutinized and reconciled with the records maintained by the Company / R&TA. There was no duplicate voting i.e. e-voting as well as by physical ballot. Invalid ballots were marked and segregated and summary results were prepared.
5. The results of the voting are as under:

A. SPECIAL BUSINESS

As a Special Resolution

Sale of undertaking of the Company under section 180(1)(a) of the Companies Act,2013, of the branded business viz; "LALGHORA" and "KALAGHORA" to Tata Global Beverages Limited.

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
Physical	100	47,00,119	99.58%
E-voting	67	18,450	0.39%
Total	167	47,18,569	99.97%

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
Physical	5	31	0.00%*
E-voting	9	1,226	0.03%
Total	14	1,257	0.03%

iii. Invalid votes:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)
Physical	5	59
E-voting	0	0
Total	5	59

* Rounded Off

Thanking you,

Place: Kolkata

Dated:27.06.2019

Yours faithfully,
K. C. DHANUKA & CO.
Company Secretaries

K. C. Dhanuka

K. C. DHANUKA
Proprietor
FCS-2204, CP-1247

27/06/2019