

WTL/SEC/S-2

16th September, 2021

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

Dear Sir,

Sub : 44th Annual General Meeting – Summary of Proceedings

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the enclosed letter of date giving the Summary of Proceedings of the 44th Annual General Meeting has been uploaded on BSE Portal.

Yours faithfully,
Warren Tea Limited

Soma Chakraborty
(Soma Chakraborty)
Company Secretary

Encl : as above

CIN : L01132AS1977PLC001706

website : www.warrentea.com

Corporate Office : 8th Floor, 'Johar Building', P-1, Hide Lane, Kolkata 700 073
Telephone : 033 22360094/22360087/22360222/22360103, Email : corporate@warrentea.com
Registered Office : Deohall Tea Estate, P.O. Hoogrijan, Dist. Tinsukia, Assam 786 601



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16th September, 2021

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

The Secretary
The Calcutta Stock Exchange Limited ,
7 Lyons Range,
Kolkata 700 001
- Scrip Code 33002

Dear Sir,

Summary of the Proceedings of the 44th Annual General Meeting

In accordance with the MCA Circulars, SEBI Notification Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 issued due to COVID – 19 pandemic, applicable provisions of Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 44th Annual General Meeting (AGM) of the Company was held on Wednesday , 15th September, 2021 through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”). The meeting commenced at 2 p.m. and concluded at 2.41 p.m.

Mr. Vinay K Goenka , Executive Chairman chaired the meeting and requisite quorum being present called the meeting to order. He informed the members that in view of the social distancing norms to be followed due to COVID-19 pandemic , the 44th AGM is being conducted through Video Conferencing in compliance with MCA Circular Nos. 20/2020 dated May 05, 2020 and 02/2021 dated 13th January, 2021. He also informed, in accordance with the Circulars of MCA and SEBI, the Company has taken all feasible steps to enable the members to participate through Video Conference and cast their votes through remote e-voting along with the facility to e-vote during the AGM as well for those who have not casted their vote through remote e-voting on the items being considered at the AGM. In accordance with the Circulars, the Notice of this AGM and Annual Report 2020-21 were sent by e-mail to all the members whose e-mail Ids were available and also public notices were issued in English and Assamese newspapers.

The Chairman informed the members that registers and documents as statutorily required were available for inspection during the AGM.

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The Chairman confirmed that the Chairman of each of the Audit Committee and Nomination and Remuneration Committee were present at the meeting.

He also informed the members that the Chairman of Stakeholders Relationship Committee is unable to be present at this meeting and she has given authorization to Mr. Vinay Kumar Goenka to be present and initiate necessary action on behalf of her at this meeting.

The representatives of M/s B M Chatrath & Co. LLP, Statutory Auditors and Mr. Raj Kumar Banthia, Partner of M/s MKB & Associates, Secretarial Auditors, were present at the Meeting.

With the permission of the members, the Notice convening the 44th AGM was taken as read.

The Chairman covered the items of Ordinary Business and Special Business as listed under serial nos. 1 to 6 below .

The Chairman informed that no questions have been received by the Company till cut-off date as mentioned in the Notice of the meeting.

The Chairman informed that the Company has engaged Central Depository Services (India) Ltd. to provide remote e-voting facility and e-voting at the AGM to cast their vote electronically, on all resolutions set forth in the Notice convening the 44th AGM and enable members to participate in AGM electronically. The Chairman informed that remote e-voting opened on 12th September, 2021 (9 a.m.) and concluded on 14th September, 2021 (5 p.m.) as scheduled and members who did not exercise their vote by remote e-voting can cast their vote at the AGM. Pursuant to that, e-voting will be kept opened till 15 minutes after the close of the meeting. The Chairman further informed that Mr Raj Kumar Banthia, Practicing Company Secretary was appointed as the scrutinizer for remote e-voting and e-voting at the 44th AGM to oversee the evoting process and will collate the votes cast through remote e-voting and those exercised during the AGM and submit the consolidated Report within 48 hours of the conclusion of the AGM.

Ordinary Business :

- 1) Adoption of Audited Standalone Financial Statements and Consolidated Financial Statements for the year ended 31st March, 2021 and the Reports of the Directors and the Auditors thereon.
- 2) Appointment of a Director in place of Mr. Vinay Kumar Goenka (DIN 00043124), retiring by rotation, who being eligible has offered himself for reappointment.
- 3) Appointment of M/s GARV & Associates, Chartered Accountants (Firm Registration No. 301094E) as Statutory Auditors, in place of retiring auditors M/s. B.M. Chatrath & Co. LLP, Chartered Accountants (Firm Registration No. 301011E/E300025) to hold office from the conclusion of this 44th Annual General Meeting until the conclusion of the 49th Annual General Meeting and to authorize the Board to fix their remuneration.
- 4) Appointment of Mr. Kunal R Shah (DIN 00125448) as an Independent Director of the Company for a period of five years with effect from 29th June, 2021.

- 5) Payment of remuneration to Messrs. Shome & Banerjee, Cost Accountants (FRN 000001) for audit of cost records for financial year 2021-22.

Special Business :

- 6) Reappointment and remuneration payable to Mr. Vinay Kumar Goenka (DIN 00043124) as Executive Chairman of the Company for a period of 3 (three) years w.e.f. 1st April, 2021.

The Chairman further informed that the results of the voting will be put up at the Registered and Corporate Offices and shall also be uploaded on the website of the Company and that of CDSL as well as forwarded to the Stock Exchanges in accordance with law.

The Chairman informed that the Company has received one request from a shareholder to allow him as a speaker in the meeting. He requested CDSL to allow him to speak. The Chairman replied him accordingly.

The Chairman thanked the members and other board members for their participation in the meeting.

This is for your information and record.

Yours faithfully,
Warren Tea Limited

Soma Chakraborty
(Soma Chakraborty)
Company Secretary