



Warren Tea Limited

WTL/SEC/S-2

3rd August, 2016

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

The General Manager,
The Calcutta Stock Exchange Limited ,
7 Lyons Range,
Calcutta 700 001
- Scrip Code 33002

Dear Sir,

Re: Regulation 44(3) of Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015

This is further to our letter of 2nd August, 2016 attaching details regarding voting results at the 39th Annual General Meeting of the Company held on 1st August, 2016. Since the said results did not contain the number of shareholders present at the meeting, though no voting took place at the meeting itself, we are attaching the results incorporating such numbers.

Yours faithfully,
WARREN TEA LIMITED

(SIDDHARTHA ROY)
PRESIDENT-LEGAL
& 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

Name of the Company: Warren Tea Limited
Registered Office: Deohall Tea Estate, P.O. Hoogrijan, Dist. Tinsukia, Assam 786 601
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CIN : L01132AS1977PLC001706, Website : www.warrentea.com

Date of AGM		1st August, 2016						
Total Number of shareholders on record date (Cut-off date 25.7.2016)		11366						
No. of shareholders present in the meeting either in person or through proxy:		58						
Promoter and Promoter Group		7						
Public		51						
Resolution Required: Ordinary		"RESOLVED THAT the Standalone Financial Statements and Consolidated Financial Statements for the year ended 31st March, 2016 and the Reports of the Directors and the Auditors thereon, as laid before the Company at this Meeting, be and the same are hereby received, approved and adopted."						
Whether promoter/promoter group are interested in the 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 and Promoter Group	E-Voting	8947799	8947799	100.00	8947799	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		8947799	8947799	0.00	8947799	0	100.00
Public-Institutions	E-Voting	477	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		477	0	0.00	0	0	0.00
Public-Non Institutions	E-Voting	3002528	1421630	47.35	1421528	102	99.999	0.001
	Poll		0	0.00	0	0	0.00	0.00
	Total		3002528	1421630	0.00	1421528	102	99.999
Total		11950804	10369429	86.77	10369327	102	99.999	0.001

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No. of shareholders present in the meeting either in person or through proxy:		58						
Promoter and Promoter Group		7						
Public		51						
Resolution Required: Ordinary		*RESOLVED THAT Mr Vinay Kumar Goenka (DIN 00043124) who retires under Article No.97 of the Articles of Association of the Company be and is hereby reappointed a Director of the Company."						
Whether promoter/promoter group are interested in the the Agenda/resolution		Mr. Vinay Kumar Goenka deemed to be interested						
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 and Promoter Group	E-Voting	8947799	8947799	100.00	6943198	0	77.597	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Total		8947799	8947799	0.00	6943198*	0	0.000
Public-Institutions	E-Voting	477	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Total		477	0	0.00	0	0	0.000
Public-Non Institutions	E-Voting	3002528	1421630	47.35	1421528	102	99.993	0.007
	Poll		0	0.00	0	0	0.000	0.000
	Total		3002528	1421630	0.00	1421528	102	99.993
Total		11950804	10369429	86.77	8364726	102	80.667	0.001

* 2004601 shares held by Mr. V.K. Goenka not considered.

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Promoter and Promoter Group		7						
Public		51						
Resolution Required: Ordinary		"Resolved that the reappointment of Messrs B M Chatrath & Co., Chartered Accountants (FRN 301011E), as Statutory Auditors, made at the 37th Annual General Meeting held on 10th September, 2014, to hold office till the conclusion of the Forty-second Annual General Meeting of the Company at a remuneration to be fixed by the Board of Directors of the Company upon recommendations of the Audit Committee as well as the manner of payment thereof in consultation with them, be and is hereby ratified."						
Whether promoter/promoter group are interested in the 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 and Promoter Group	E-Voting	8947799	8947799	100.00	8947799	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		8947799	8947799	0.00	8947799	0	100.00
Public-Institutions	E-Voting	477	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		477	0	0.00	0	0	0.00
Public-Non Institutions	E-Voting	3002528	1421630	47.35	1421630	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		3002528	1421630	0.00	1421630	0	100.00
Total		11950804	10369429	86.77	10369429	0	100.00	0.00

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Public		51						
Resolution Required: Ordinary		*RESOLVED THAT approval of the shareholders be and is hereby accorded for payment of remuneration of `1,00,000 together with reimbursement of Service Tax 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 2016-17."						
Whether promoter/promoter group are interested in the 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 and Promoter Group	E-Voting	8947799	8947799	100.00	8947799	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		8947799	8947799	0.00	8947799	0	100.00
Public-Institutions	E-Voting	477	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		477	0	0.00	0	0	0.00
Public-Non Institutions	E-Voting	3002528	1421630	47.35	1421630	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		3002528	1421630	0.00	1421630	0	100.00
Total		11950804	10369429	86.77	10369429	0	100.00	0.00

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No. of shareholders present in the meeting either in person or through proxy:		58						
Promoter and Promoter Group		7						
Public		51						
Resolution Required: Special		*RESOLVED THAT in partial modification of the Special Resolution passed by the Shareholders at the 38th Annual General Meeting held on 26th September, 2015 and pursuant to Sections 196 and 197 read with Schedule V to the Companies Act, 2013, Mr Vinay Kumar Goenka (DIN 00043124), Chairman be paid, subject to approval of the Central Government, his full contractual remuneration (including bonus) for the financial year 2015-16, as approved by the members vide resolution passed at the 36th Annual General Meeting held on 28th April, 2014 as minimum remuneration notwithstanding such remuneration being in excess of the limits provided in Section 197 or Schedule V of the Act.."						
Whether promoter/promoter group are interested in the the Agenda/resolution		Mr. Vinay Kumar Goenka deemed to be interested						
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 and Promoter Group	E-Voting	8947799	6943198	77.60	6943198	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		6943198	0.00	6943198	0	100.00	0.00
Public-Institutions	E-Voting	477	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	3002528	1421630	47.35	1421528	102	99.999	0.001
	Poll		0	0.00	0	0	0.00	0.00
	Total		1421630	0.00	1421528	102	99.999	0.001
Total		11950804	8364828	69.99	8364726	102	99.999	0.001

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Promoter and Promoter Group		7						
Public		51						
Resolution Required: Special		*RESOLVED THAT in partial modification of the Special Resolution passed by the Shareholders at the 38th Annual General Meeting held on 26th September, 2015 and pursuant to Sections 196 and 197 read with Schedule V to the Companies Act, 2013, Mr Subhajit Kumar Ghosh (DIN 00042335), Managing Director be paid, subject to approval of the Central Government, his full contractual remuneration (including bonus) for the financial years 2015-16 and 2016-17 as approved by the members vide resolution passed at the 37th Annual General Meeting held on 10th September, 2014 as minimum remuneration notwithstanding such remuneration being in excess of the limits provided in Section 197 or Schedule V of the Act.."						
Whether promoter/promoter group are interested in the 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 and Promoter Group	E-Voting	8947799	8947799	100.00	8947799	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		8947799	8947799	0.00	8947799	0	100.00
Public-Institutions	E-Voting	477	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		477	0	0.00	0	0	0.00
Public-Non Institutions	E-Voting	3002528	1421629	47.35	1421527	102	99.999	0.001
	Poll		0	0.00	0	0	0.00	0.00
	Total		3002528	1421629	0.00	1421527	102	99.999
Total		11950804	10369428	86.77	10369326	102	99.999	0.001

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Promoter and Promoter Group		7						
Public		51						
Resolution Required: Special		"RESOLVED THAT subject to approval of the Central Government the Company hereby approves the reappointment and remuneration payable to Mr. Vinay Kumar. Goenka (DIN 00043124) as Chairman of the Company for a period of three years from 1st April, 2016 on the terms and conditions set out in the Agreement, as approved by the Nomination and Remuneration Committee, to be made between the Company of the One Part and Mr. Goenka of the Other Part, a draft of which initialled by the Chairman is placed before the Meeting and that such remuneration be paid to Mr Goenka as minimum remuneration notwithstanding that the same being in excess of the limits provided in Section 197 or Schedule V of the Companies Act, 2013."						
Whether promoter/promoter group are interested in the the Agenda/resolution		Mr. Vinay Kumar Goenka deemed to be interested						
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 and Promoter Group	E-Voting	8947799	6943198	77.60	6943198	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		6943198	0.00	6943198	0	100.00	0.00
Public-Institutions	E-Voting	477	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	3002528	1421630	47.35	1421528	102	99.999	0.001
	Poll		0	0.00	0	0	0.00	0.00
	Total		1421630	0.00	1421528	102	99.999	0.001
Total		11950804	8364828	69.99	8364726	102	99.999	0.001