



**Dhunseri**<sup>®</sup>

**Dhunseri Tea & Industries Limited**

(Formerly : DHUNSERI SERVICES LIMITED) CIN : L15500WB1997PLC085661

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

Ref.No.DTIL/108/2017/

27.03.2017

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

Fax No. : 022-22722037/39/41/61  
022-22723121/3719

Scrip Code: 538902

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

Fax No. : 022-26598237/38

Symbol : DTIL

Dear Sirs,

**Re : Postal Ballot and E-voting- RESULTS**

**Sub: Authorising the Board of Directors of the Company to create Security/mortgage U/s 180(1)(a) of the Companies Act, 2013.**

Further to our letter dated 17<sup>th</sup> February,2017, we write to confirm, that the Special Resolution authorizing the Board of Directors of the Company to create security/mortgage U/s 180(1)(a) of the Companies Act, 2013 has been passed by the Members by requisite majority.

We enclose as required under regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of the voting results in the prescribed format along with a copy of the Scrutinizer's Report.

This is for your information and record.

Thanking you,

Yours faithfully,  
For DHUNSERI & TEA INDUSTRIES LTD.

  
**(R. MAHADEVAN)**  
Company Secretary

Encl: as above.



# Dhunseri®

## Dhunseri Tea & Industries Limited

(Formerly : DHUNSERI SERVICES LIMITED) CIN : L15500WB1997PLC085661

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

### Postal Ballot and Electronic Voting (e-voting) of Dhunseri Tea & Industries Ltd.- details of voting results

|  |                              |
|--|------------------------------|
| <b>Date of declaration of the results of Postal Ballot and e-voting:</b>   | 27 <sup>th</sup> March, 2017 |
| <b>Total number of shareholders on record date:</b><br>(being the Cut-off date for determining shareholders entitled to vote- 17 <sup>th</sup> February ,2017) | 20528                        |
| No. of Shareholders present in the meeting either in person of<br>Through proxy:<br><br>Promoters and Promoter Group:<br>Public:                               | Not Applicable               |
| <b>No. of Shareholders attended the meeting through Video Conferencing:</b><br><br>Promoters and Promoter Group:<br>Public:                                    | Not Applicable               |

**SPECIAL BUSINESS** – Authorising the Board of Directors of the Company to create security/ mortgage U/s 180(1)(a) of the Companies Act, 2013.

| Resolution Required  |                |                    |                     |   | Special Resolution      |                       |                                      |                                    |
|--|----------------|--------------------|---------------------|---|-------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? |                |                    |                     |   | Not interested          |                       |                                      |                                    |
| 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)=<br>[(2)/(1)]*100                   | (4)                     | (5)                   | (6)=[(4)/(2)]<br>*100                | (7)=[(5)/(2)]<br>*100              |
| Promoter and Promoter Group  | E-Voting       | 4375874            | 4375874             | 100                                     | 4375874                 | 0                     | 100                                  | 0                                  |
|  | Poll           | N.A                | N.A                 | N.A                                     | N.A.                    | N.A                   | N.A                                  | N.A                                |
|  | Postal Ballot  | 0                  | 0                   | 0                                       | 0                       | 0                     | 0                                    | 0                                  |
|  | Total          | 4375874            | 4375874             | 100                                     | 4375874                 | 0                     | 100                                  | 0                                  |
| Public-Institutions  | E-Voting       | 0                  | 0                   | 0                                       | 0                       | 0                     | 0                                    | 0                                  |
|  | Poll           | N.A                | N.A                 | N.A                                     | N.A                     | N.A                   | N.A                                  | N.A                                |
|  | Postal Ballot  | 0                  | 0                   | 0                                       | 0                       | 0                     | 0                                    | 0                                  |
|  | Total          | 0                  | 0                   | 0                                       | 0                       | 0                     | 0                                    | 0                                  |
| Public-Non Institutions  | E-Voting       | 333151             | 333151              | 100                                     | 153271                  | 79                    | 46.01                                | 0.02                               |
|  | Poll           | N.A                | N.A                 | N.A                                     | N.A.                    | N.A                   | N.A                                  | N.A                                |
|  | Postal Ballot  | 1658               | 1658                | 100                                     | 1586                    | 16                    | 46.25                                | 0.03                               |
|  | Total          | 334809             | 334809              | 100                                     | 154857                  | 95                    | 46.25                                | 0.03                               |
| <b>Total</b>   |                | <b>4710683</b>     | <b>4710683</b>      | <b>100</b>                              | <b>4530731</b>          | <b>95</b>             | <b>96.18</b>                         | <b>2.02</b>                        |

The special resolution, as set out in the Postal Ballot Notice dated 7<sup>th</sup> February, 2017, was passed by the Members by requisite majority.

For Dhunseri Tea & Industries Ltd.

  
Secretary



# K. C. DHANUKA & CO.

COMPANY SECRETARIES

419, CENTRE POINT,  
21 HEMANTA BASU SARANI,  
KOLKATA - 700 001  
& : 2248-5806, 3022-5806,  
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 07<sup>th</sup> February 2017 proposed to be passed through Postal Ballot and Electronic Voting (e-voting), submit my report as under:

1. In accordance with the Notice dated 07<sup>th</sup> February 2017 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 Thursday, the 23<sup>rd</sup> of February, 2017 and ended at 05.00 P.M. IST on Friday, the 24<sup>th</sup> of March, 2017 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 Mrs. Mittali Bose, residing at 5A, Saha Aman Lane, Kolkata - 700027, who were not in employment of the Company, at around 05.05 P.M. IST on 24<sup>th</sup> of March, 2017 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., 17<sup>th</sup> February 2017 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.





# K. C. DHANUKA & CO.

COMPANY SECRETARIES

419, CENTRE POINT,  
21 HEMANTA BASU SARANI,  
KOLKATA - 700 001  
& : 2248-5806, 3022-5806,  
Mobile : 98300 53619,  
E-mail : dhanuka419@yahoo.co.in

4. The Ballots papers received were scrutinized and reconciled with the records maintained by the Company / R&TA. There was 1 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

Special Resolution for authorizing the Board of Directors to create security/ mortgage u/s 180 (1) (a) of the Companies Act 2013:.

### i. Voted in favour of the resolution:

| <i>Mode of Voting</i> | <i>No. of Folios casting Votes</i> | <i>Total No. of Votes cast (Shares)</i> | <i>% of Total No. of valid Votes cast</i> |
|-----------------------|------------------------------------|---|---|
| Physical              | 27                                 | 1586                                    | 0.04%                                     |
| E-voting              | 71                                 | 4529145                                 | 99.96%                                    |
| <b>Total</b>          | <b>98</b>                          | <b>4530731</b>                          | <b>100.00%*</b>                           |

### ii. Voted against the resolution:

| <i>Mode of Voting</i> | <i>No. of Folios casting Votes</i> | <i>Total No. of Votes cast (Shares)</i> | <i>% of Total No. of valid Votes cast</i> |
|-----------------------|------------------------------------|---|---|
| Physical              | 3                                  | 16                                      | 0.00%*                                    |
| E-voting              | 6                                  | 79                                      | 0.00%*                                    |
| <b>Total</b>          | <b>9</b>                           | <b>95</b>                               | <b>0.00%*</b>                             |

### iii. Invalid votes:

| <i>Mode of Voting</i> | <i>No. of Folios casting Votes</i> | <i>Total No. of Votes cast (Shares)</i> |
|-----------------------|------------------------------------|---|
| Physical              | 3                                  | 56                                      |
| E-voting              | 4                                  | 179801                                  |
| <b>Total</b>          | <b>7</b>                           | <b>179857</b>                           |

\* Rounded Off

Thanking you,

Place: Kolkata

Dated: 27.03.2017

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

*K. C. Dhanuka*  
K. C. DHANUKA 27/03/2017  
Proprietor  
FCS-2204, CP-1247