



KANCO TEA & INDUSTRIES LIMITED

Registered Office : "Jasmine Tower", 3rd Floor
31 Shakespeare Sarani, Kolkata - 700 017, India, Telefax : 2281-5217
E-mail : contact@kancotea.in, Website : www.kancotea.in
Corporate Identity Number (CIN)-L15491WB1983PLC035793

Ref: KTIL/18-19/AGM

20th September, 2018

To,
The Manager,
Corporate Affairs Department,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400001

Scrip Code/ID-541005/KANCOTEA

Dear Sir/Madam,

35th Annual General Meeting

We enclose, in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a summary of the proceedings of the 35th Annual General Meeting (AGM) of the Company held on 19th September, 2018 at Kolkata.

Enclosed herewith please find the Scrutinizer's report as submitted by Mr. Atul Kumar Labh, Practicing Company Secretary who was appointed as the Scrutinizer.

Thanking you,
For Kanco Tea & Industries Limited


Subhra Kañita Parhi
Compliance Officer

Encl:a/a



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Summary of the proceedings of the 35th Annual General Meeting

The 35th Annual General Meeting of the members of Kanco Tea & Industries Limited was convened at 2:00 p.m on Wednesday, 19th September, 2018 at Bharatiya Bhasha Parishad, Fourth Floor, 36A, Shakespeare Sarani, Kolkata-700017.

Mr. Umang Kanoria, Chairman of the Company, chaired the Meeting. The business before the meeting was taken up as the quorum was present, which remained present throughout the meeting.

The Members were given the opportunity to ask questions and seek clarifications on the Agenda items; thereafter he responded to the queries /clarifications of Members.

The following items of business as per the Notice of the 35th AGM were transacted:

Ordinary Business

- 1a. The Audited Financial Statement for the financial year ended 31st March, 2018 the Reports of the Board of Directors and Auditors thereon were considered and adopted.
- 1b. The Audited Consolidated Financial Statement for the financial year ended 31st March, 2018 and the Report of the Auditors thereon were considered and adopted.
2. Dividend @₹. 7 /- per Preference share (7% on Face Value) has been declared and approved.
3. Dividend @₹. 1.00 /- per Equity share (10% on Face Value) has been declared and approved.
4. Mr. Govind Ram Banka (DIN: 00207385) has been re-appointed as a Director of the Company.
5. M/s. Jain & Co., Chartered Accountants (Registration No. 302023E) have been re-appointed as the Statutory Auditors of the Company for the Financial Year 2018-2019 and the Board of Directors have been authorised to fix their remuneration.

Special Business

5. Approved the appointment of Mr. Om Kaul (DIN: 00020821) as Independent Director of the Company.
6. Approved continuity of Mr. Govind Ram Banka (DIN: 00207385) as the Non-Executive Director of the Company.
7. Approved continuity of Mr. Golam Momen (DIN: 00402662) as the Non-Executive Independent Director of the Company.
8. Approved the remuneration payable to Cost Auditors.

All the Resolutions as per the agenda of the 35th AGM were passed by the Members unanimously through remote e-voting and voting at the AGM venue.



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

CONSOLIDATED SCRUTINIZER'S REPORT

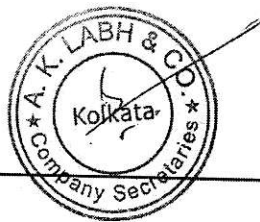
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

The Chairman
of the 35th Annual General Meeting of
Kanco Tea & Industries Limited
Jasmine Tower, 3rd Floor
31, Shakespeare Sarani
Kolkata-700017

Dear Sir,

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 35th Annual General Meeting of the members of “*Kanco Tea & Industries Limited*” (“*Company*”) held on Wednesday, 19th September, 2018 at “Bharatiya Bhasha Parishad”, Fourth Floor, 36A, Shakespeare Sarani, Kolkata-700017 at 02:00 P.M. for the purpose of scrutinizing the remote e-voting and voting through physical ballot process in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolutions contained in the Notice of the Annual General Meeting dated 26th May, 2018. My responsibility as a scrutinizer for remote e-voting and voting through physical ballots is restricted to make Scrutinizer's Report of the votes cast “in favour” or “against” the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited (CDSL) and of voting through physical ballots as provided by M/s. C B Management Services (P) Limited, the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.



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I submit my report as under:

1. The remote e-voting period remained open from 9.00 A.M. IST on Sunday, the 16th September, 2018 up to 5.00 P.M. IST on Tuesday, the 18th September, 2018.
2. The Shareholders holding shares as on the "cut off" date, i.e. 12th September, 2018 were entitled to vote on the proposed 9 (Nine) resolutions as mentioned in the Notice dated 26th May, 2018 of the Annual General Meeting of the Company.
3. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to cast the votes physically in case the same has not been cast by them through remote e-voting.
4. The locked ballot boxes were subsequently opened in my presence and poll/ballot papers were diligently scrutinized. The poll/ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
5. The votes were unblocked on Wednesday, the 19th September, 2018 around 2:45 PM after the completion of the Annual General Meeting in the presence of two witnesses, namely, Ms. Amrita Sampat, residing at 59, Kalicharan Ghosh Road, Kolkata – 700050 and Ms. Priti Priya Singh residing at 8/A, Kailash Saha Lane, Kolkata – 700007 who are not in employment of the Company.
6. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
7. The combined result of the remote e-voting [EVSN : 180731013] and votes casted through physical ballot papers distributed at the AGM venue are as under:



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<A> ORDINARY BUSINESS:

a) Resolution 1

To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the year ended 31st March, 2018, the reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statement of the Company for the year ended 31st March, 2018 and the report of the Auditors thereon

(i) *Voted in favour of the Resolution:*

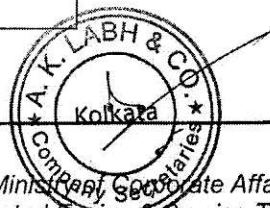
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	26	3855504	
Voting by ballot	7	106	
Total	33	3855610	100.00%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	0	0	
Total	0	0	0.00%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	50



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b) Resolution 2

To declare dividend of Rs. 7 per 7% Non-Cumulative Redeemable Preference Shares (being 7% on Face Value of Rs. 100 per share) for the financial year ended 31st March, 2018

(i) *Voted in favour of the Resolution:*

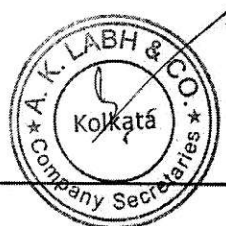
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	26	3855504	
Voting by ballot	7	106	
Total	33	3855610	100.00%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	0	0	
Total	0	0	0.00%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	50



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c) Resolution 3

To declare dividend of Re. 1 per Equity Share (being 10% on Face Value of Rs. 10 per share) for the financial year ended 31st March, 2018

(i) Voted in favour of the Resolution:

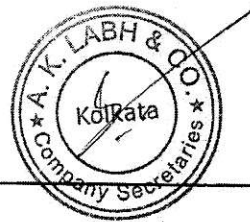
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	26	3855504	
Voting by ballot	7	106	
Total	33	3855610	100.00%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	
Voting by ballot	0	0	
Total	0	0	0.00%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	50



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d) Resolution 4

To appoint a director in place of Mr. Govind Ram Banka (DIN: 00207385), who retires by rotation and being eligible, offers himself for re-appointment

(i) *Voted in favour of the Resolution:*

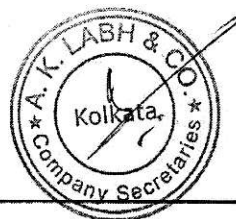
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	26	3855504	
Voting by ballot	7	106	
Total	33	3855610	100.00%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	0	0	
Total	0	0	0.00%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	50



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e) Resolution 5

To appoint M/s Jain & Co., Chartered Accountants (Firm Registration No: 302023E) as Statutory Auditors of the Company for the Financial Year 2018-2019 and authorise the Board of Directors to fix their remuneration

(i) *Voted in favour of the Resolution:*

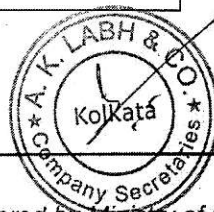
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	26	3855504	
Voting by ballot	7	106	
Total	33	3855610	100.00%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	0	0	
Total	0	0	0.00%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	50



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 SPECIAL BUSINESS:

f) Resolution 6 : Special Resolution

To confirm and appoint Mr. Om Kaul (DIN: 00020821) as an Independent Director of the Company for five consecutive years

(i) *Voted in favour of the Resolution:*

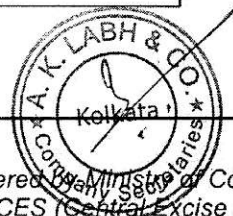
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	26	3855504	
Voting by ballot	7	106	
Total	33	3855610	100.00%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	0	0	
Total	0	0	0.00%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	50



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g) Resolution 7 : Special Resolution

To confirm continuity of Mr. Govind Ram Banka (DIN: 00207385) as the Non-Executive Director of the Company

(i) *Voted in favour of the Resolution:*

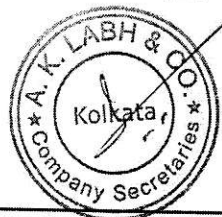
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	26	3855504	
Voting by ballot	7	106	
Total	33	3855610	100.00%

(ii) *Voted against the Resolution:*

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	
Voting by ballot	0	0	
Total	0	0	0.00%

(iii) *Invalid Votes:*

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	50



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h) Resolution 8 : Special Resolution

To confirm continuity of Mr. Golam Momen (DIN: 00402662), as the Non-Executive Independent Director of the Company

(i) *Voted in favour of the Resolution:*

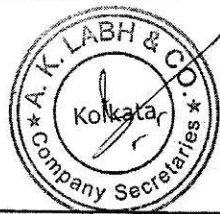
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	26	3855504	
Voting by ballot	7	106	
Total	33	3855610	100.00%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	0	0	
Total	0	0	0.00%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	50



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i) Resolution 9 : Ordinary Resolution

To approve the remuneration payable to Cost Auditors

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	26	3855504	
Voting by ballot	7	106	
Total	33	3855610	100.00%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	0	0	
Total	0	0	0.00%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	50



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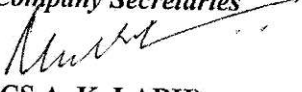
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

8. All the resolutions proposed hereinabove have been passed unanimously.
9. The physical ballot forms, remote e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly
For A. K. LABH & Co.
Company Secretaries


(CS A. K. LABH)
Practicing Company Secretary
FCS - 4848 / CP No. - 3238



Place: Kolkata

Dated: 20.09.2018



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
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Website : www.aklabh.com

Witness :

1. *Amrita Sampat*

(Amrita Sampat)

59, Kali Charan Ghosh Road

Kolkata - 700 050

2. *Priya Priya Singh*

(Priti Priya Singh)

8/A, Kailash Saha Lane

Kolkata - 700007



Received the Report of the Scrutinizer
For Kanco Tea & Industries Limited

U. Kanoria

(Umang Kanoria)

Chairman

