

Consolidated Scrutinizer's Report
[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman of the Annual General Meeting of the Members of
Tongani Tea Company Limited (the Company)
held on the 13th July, 2015
at 15B, Hemanta Basu Sarani, 3rd Floor, Kolkata-700 001

Dear Sir/Madam,

1. I, Swati Bajaj, Partner, M/s. PS & Associates, Practising Company Secretaries, have been appointed by the Board of Directors of the Company as the Scrutinizer for the purpose of scrutinizing the voting and remote e-voting process, in a fair and transparent manner, and ascertaining the results on voting and remote e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 (Act) and Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the Notice for the Annual General Meeting (AGM) of the members of the Company to be held on 13th July, 2015 at 15B, Hemanta Basu Sarani, 3rd Floor, Kolkata-700 001.
2. The Management of the Company is responsible for ensuring the compliance with the requirements of the Act and Rules relating to voting through electronic means and voting at the AGM on the resolutions contained in the Notice for the AGM of the members of the Company.
3. My responsibility as a Scrutinizer, for the voting and remote e-voting process, is restricted to
 - a. Conducting the voting at the AGM, as provided in clauses (a) to (h) of sub-rule (1) of rule 21 of the Rules as applicable, after the end of the discussions on all the resolutions and
 - b. to make a Consolidated Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions based on:
 - i. the reports generated from the E-voting system (and any physical ballots received by me from the shareholders of the Company) as provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by the Company to provide E-voting facility.
 - ii. Voting conducted at the AGM by use of ballot / polling paper.
4. Further to the above, I submit my report as under:-
 - i) The e-voting period remained open from Friday, 10th July, 2015 (9:00 am) till Sunday, 12th July, 2015 (5:00 pm).
 - ii) The members of the Company as on the "cut-off" date i.e. 6th July, 2015 were entitled to vote on the resolutions (items nos 1 to 4) as set out in the Notice dated 11th June, 2015, of the AGM of the members of the Company.
 - iii) The members who were present at the AGM but had not cast their votes by availing the remote e-voting facility, also voted at the end of the discussions at the AGM, by using ballot / polling paper.
 - iv) Immediately after the conclusion of voting at the AGM, the votes cast at the AGM were verified and counted.



- v) Thereafter, the votes cast through remote e-voting were unblocked on 13th July 2015 in the presence of 2 witnesses, Mr. Manas Ranjan Das and Ms. Sohini Roy, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Witness No 1.

Witness No 2.

Signature: *Manas Ranjan Das*

Signature: *Sohini Roy*

Name: Mr Manas Ranjan Das

Ms. Sohini Roy

- vi) Thereafter, the results of the resolutions that were put to vote at the AGM, have been generated by consolidating the voting at the AGM and remote e-voting and are as under:

Total Nos of valid Folios that have cast their vote		: 35
<i>Breakup:</i>		
Through remote e-voting	30	
Voting at the AGM	5	
Total No of Shares representing the 35 valid folios that have voted		: 224626
<i>Breakup:</i>		
Through remote e-voting	224518	
Voting at the AGM	108	
Total No of Folios who have voted through physical ballot forms or ballot/ polling paper but are declared invalid		: NIL
<i>Breakup:</i>		
Through physical ballot forms	Nil	
Through ballot/ polling paper	Nil	

Item No. 1:-

Ordinary Resolution to receive, consider and adopt the Profit & Loss Account of the Company for the year ended 31st March, 2015 and the Balance Sheet as at that date and the Reports of the Auditors and Directors thereon.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	224518	108	2,24,626	100
Number of votes cast against	0	0	0	0
Number of votes that abstained	0	0	0	0
Total	224518	108	224626	100



Item No. 2:-

Ordinary Resolution to confirm the payment of Interim Dividend and to declare Final Dividend.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	224518	108	2,24,626	100
Number of votes cast against	0	0	0	0
Number of votes that abstained	0	0	0	0
Total	224518	108	224626	100

Item No. 3:-

Ordinary Resolution to appoint a Director in place of Ms. Esha Chakraborty (holding DIN: 06882504), who retires by rotation and being eligible offers herself for re-appointment.

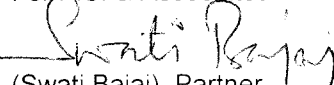
Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	224518	108	2,24,626	100
Number of votes cast against	0	0	0	0
Number of votes that abstained	0	0	0	0
Total	224518	108	224626	100

Item No. 4:-

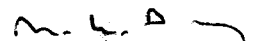
Ordinary Resolution to appoint M/s. L.K.Bohania & Co., Chartered Accountants (F R No.317136E) as Statutory Auditors of the Company and to fix their remuneration.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	224518	108	2,24,626	100
Number of votes cast against	0	0	0	0
Number of votes that abstained	0	0	0	0
Total	224518	108	224626	100

Thanking You,
For P.S. & Associates


(Swati Bajaj), Partner
C.P.No.3502, ACS:13216
Date: 14th July 2015

For TONGANI TEA CO. LTD.



Director

1.05 p.m.

14.7.15

