

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 01/2016-17 Extra-Ordinary General Meeting of the Members of
Tongani Tea Company Limited (the Company)
held on the 05th April, 2016
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 01/2016-17 Extra Ordinary General Meeting (EOGM) of the members of the Company to be held on 5th April, 2016 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 EOGM on the resolutions contained in the Notice for the EOGM 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 EOGM, 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 EOGM 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 Saturday, 02nd April, 2016 (9:00 am) till Monday, 04th April, 2016 (5:00 pm).
 - ii) The members of the Company as on the "cut-off" date i.e. 29th March, 2016 were entitled to vote on the resolution as set out in the Notice dated 3rd March, 2016, of the EOGM of the members of the Company.
 - iii) The members who were present at the EOGM but had not cast their votes by availing the remote e-voting facility, also voted at the end of the discussions at the EOGM, by using ballot / polling paper.
 - iv) Immediately after the conclusion of voting at the EOGM, the votes cast at the EOGM were verified and counted.
 - v) Thereafter, the votes cast through remote e-voting were unblocked on 5th April 2016 in the presence of 2 witnesses, Mr. Manas Ranjan Das and Ms. Sohini Roy, who are



PS & ASSOCIATES

practising company secretaries

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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 EOGM, have been generated by consolidating the voting at the EOGM and remote e-voting and are as under:

Total Nos of valid Folios that have cast their vote	:	34
<i>Breakup:</i>		
<i>Through remote e-voting</i>		30
<i>Voting at the EOGM</i>		4
Total No of Shares representing the 34 valid folios that have voted	:	221801
<i>Breakup:</i>		
<i>Through remote e-voting</i>		221698
<i>Voting at the EOGM</i>		103
Total No of Folios who have voted through physical ballot forms or ballot/polling paper but are declared invalid	:	NIL

Item No. 1:-

Special Resolution to adopt new Articles of Association of the Company in conformity with the Companies Act, 2013

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	<i>through remote E-voting</i>	<i>Voting at EOGM</i>		
Number of votes cast in favour	221698	103	221801	100
Number of votes cast against	0	0	0	0
Number of votes that abstained	0	0	0	0
Total	221698	103	221801	100

Thanking You,
For P.S. & Associates

Swati Bajaj

(Swati Bajaj), Partner
C.P.No.3502, ACS:13216
Date: 06th April 2016

For TONGANI TEA CO. LTD.

M. L. D.

6.4.16

2.05 PM

TONGANI TEA COMPANY LIMITED

CIN : L01132WB1893PLC000742

Voting Results based on the Scrutinizer's Report of the 01/2016-17 Extra-Ordinary General Meeting of the Company held on Tuesday, 5th April, 2016

Item No.	Description of Resolution	Votes cast in favour		Votes cast against		Votes abstained		Resolution carried
		No.of votes	%	No.of votes	%	No.of votes	%	
SPECIAL BUSINESS:								
1.	To consider and adopt the Adoption of new Articles of Association of the Company in conformity with the Companies Act, 2013.	221801	100	0	0	0	0	Unanimously

For TONGANI TEA COMPANY LIMITED

Place : Kolkata

Date : 6th April, 2016

M K DAGA
Director