

# TONGANI TEA COMPANY LIMITED

CIN : L01132WB1893PLC000742

2<sup>nd</sup> August, 2025

The Secretary  
The Calcutta Stock Exchange Ltd.  
7, Lyons Range,  
KOLKATA – 700 001.

**Sub: Voting Results of 132<sup>nd</sup> Annual General Meeting(AGM) and Consolidated Scrutinizer's Report**

Respected Sir/Madam,

We are submitting herewith details regarding Voting Results alongwith Consolidated Scrutinizer Report to comply with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, of 132<sup>nd</sup> Annual General Meeting of the Company held on Friday, the 1<sup>st</sup> August, 2025 at 11:30 A.M. (IST) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”) in compliance with the provisions of the Companies Act, 2013 (‘the Act’), SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.

Kindly take the same on record.

Thanking you,

Yours faithfully,  
For TONGANI TEA COMPANY LIMITED

**MANOJ  
KUMAR  
DAGA**

Digitally signed by  
MANOJ KUMAR DAGA  
Date: 2025.08.02  
12:44:44 +05'30'

MANOJ KUMAR DAGA  
Director  
DIN:00123386

Encl: As above.

TONGANI TEA COMPANY LIMITED  
CIN:L01132WB1893PLC000742

Date of the AGM	1st August, 2025
Total number of shareholders on record date	101
No. of shareholders present in the meeting either in person of through proxy or through Video Conferencing	
Promoters and Promoter Group :	N.A.
Public :	N.A.
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group :	4
Public :	9

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/ Special)		ORDINARY - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March 2025 together with the Report of the Board of Directors and Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2) <sup>a</sup>	% 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	139200	139200	100.00	139200	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
			0	0.00	0	0	0.00	0.00
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
			28310	60.78	28310	0	100.00	0.00
Public- Non Institutions	E-Voting	46575	0	0.00	0	0	0.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
			-	-	-	-	-	-
Total		185775	167510	90.17	167510	0	100.00	0.00

For TONGANI TEA CO. LTD.

M. L. D.

Director

Resolution required: (Ordinary/ Special)	ORDINARY -Declaration of dividend of Rs.7.00 per Equity share of the Company for the Financial Year ended 31st March, 2025.							
Whether promoter/ promoter group are interested in 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	139200	139200	100.00	139200	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
			-	-	-	-	-	-
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
			-	-	-	-	-	-
Public- Non Institutions	E-Voting	46575	28310	60.78	28310	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
			-	-	-	-	-	-
Total		185775	167510	90.17	167510	0	100.00	0.00

For TONGANI TEA CO. LTD.

*M. L. D.*

Director

Resolution required: (Ordinary/ Special)		ORDINARY - To decide not to fill the vacancy caused due to retirement by rotation of Mrs. Sumana Raychaudhuri (DIN : 07308451), a Director of the Company who retires by rotation and who does not offer herself for re-appointment.						
Whether promoter/ promoter group are interested in 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	139200	139200	100.00	139200	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public- Non Institutions	E-Voting	46575	28310	60.78	28310	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		185775	167510	90.17	167510	0	100.00	0.00

For TONGANI TEA CO. LTD.

*Director*

ORDINARY - Appointment of Mrs. Shikha Gupta (DIN: 10654047) as a Non-Executive Director of the Company, liable to retire by rotation, from the conclusion of the this Annual General Meeting of the Company for Financial Year ended 31 <sup>st</sup> March, 2025 till the conclusion of Annual General Meeting for the Financial Year ended 31 <sup>st</sup> March, 2027.								
Resolution required: (Ordinary/ Special)								
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2) <sup>#</sup>	% 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	139200	139200	100.00	139200	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public- Non Institutions	E-Voting	46575	28310	60.78	28310	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		185775	167510	90.17	167510	0	100.00	0.00

For TONGANI TEA CO. LTD.

M. L. D.

Director

Resolution required: (Ordinary/ Special)		ORDINARY - Prior Approval for Related Party Transactions repetitive in nature and in the ordinary course of business of the Company for the next 12 Months period.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2) <sup>#</sup>	% 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	139200	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	E-Voting	46575	28310	60.78	28310	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Total		185775	28310	15.24	28310	0	100.00	0.00

For TONGANI TEA CO. LTD

*Director*



Resolution required: (Ordinary/ Special)		ORDINARY - Appointment of CS Ajay Kumar Agarwal proprietor of M/s. Agarwal A & Associates as the Secretarial Auditor of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2) <sup>#</sup>	% 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	139200	139200	100.00	139200	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public- Non Institutions	E-Voting	46575	28310	60.78	28310	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		185775	167510	90.17	167510	0	100.00	0.00

<sup>#</sup> Valid votes polled have been considered

For TONGANI TEA CO. LTD.

M. L. D.  
Director



*Agarwal A & Associates* Company Secretaries

**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 132<sup>nd</sup> Annual General Meeting of the Equity Shareholders of M/s Tongani Tea Company Limited held on 1<sup>st</sup> August, 2025 at 11:30 a.m. IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM), at 15B, Hemanta Basu Sarani, 3<sup>rd</sup> floor, Kolkata-700001**

**SUBJECT: Passing of Resolution through electronic means conducted at the of 132<sup>nd</sup> Annual General Meeting of M/s Tongani Tea Company Limited held on 1<sup>st</sup> August, 2025**

Dear Sir

I, Ajay Kumar Agarwal, Practicing Company Secretary, holding Membership Number FCS 7604 and Certificate of Practice Number 13493, Proprietor of M/s AGARWAL A & ASSOCIATES, Company Secretaries at Plot No. IID/31/1, Street No. 1111, PS Qube, Unit Number 1015A, 10th Floor, Beside City Centre 2, Kolkata- 700161 have been appointed by the Board of Directors of **M/s Tongani Tea Company Limited** as a Scrutinizer for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 30<sup>th</sup> June, 2025 issued in accordance with General Circular No.20/2020 , 10/2022, 09/2023 and 09/2024 dated May 5, 2020 , 28<sup>th</sup> December, 2022, 25<sup>th</sup> September, 2023 and 19<sup>th</sup> September, 2024 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling 132<sup>nd</sup> Annual General Meeting ("AGM") of the members of the Company through VC/OAVM, held on Friday on August 1, 2025 at 11:30 AM, at 15B Hemanta Basu Sarani, 3rd floor, Kolkata-700001. The Securities and Exchange Board of India ("SEBI") vide its No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January 2023 ("SEBI Circular") has provided certain relaxations from compliance with certain provisions of the SEBI (Listing obligations and Disclosure Requirements Regulations, 2015 ("Listing Regulations")). In compliance with these Circulars, provisions of the companies Act, 2013 ("Act") and SEBI

**PLOT NO. IID/31/1, STREET NO. 1111, PS QUBE, UNIT NUMBER 1015A, 10th FLOOR, BESIDE CITY CENTRE 2, KOLKATA- 700161**  
Mobile : +91 98833-62775; E-mail: cs.aaa.2014@gmail.com



(Listing obligations and Disclosure Requirements) Regulations, 2015. The 132<sup>nd</sup> AGM of the Company is being conducted through VC/OAVM, which does not require physical presence of members at a common venue.

The Company hosted the notice of AGM on its website and also intimated the same to the Calcutta Stock Exchange Limited on 9th July, 2025.

The Company has informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Niche Technologies Private Ltd, Registrar and Share Transfer Agents (“RTA”) of the Company and the depositories viz., National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) respectively, the Company completed dispatch of the Notice dated 30<sup>th</sup> June, 2025 convening the 132<sup>nd</sup> Annual General Meeting of the Company along with the Annual Report for the financial year 2024-25 on 9<sup>th</sup> July, 2025 by e-mail to all the Members who had registered their email ids with the Company/ Depositories.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronics means on the resolutions contained in the Notice of the Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process is restricted to make Scrutinizer’s Report of the votes cast “in favour” or “against” the resolution and “invalid” and “abstained” votes, based on the reports generated from the E-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorized agency to provide E-voting facilities, engaged by the Company to provide remote e-voting facilities.

Further to the above, I submit my report as under:

- I. The remote e-voting period remained open from Tuesday 29<sup>th</sup> July, 2025 (9.00 a.m.) and ends on Thursday 31<sup>st</sup> July, 2025 (5.00 p.m.).
- II. The members of the Company as on the “cut off” date i.e. 25<sup>th</sup> July, 2025 were entitled to e-vote on the resolutions (item no. 1 to 6) as set out in the notice of the AGM of the Company).

- III. The Ballot Forms facility was not provided at the AGM on 01<sup>st</sup> August, 2025 to the members because the AGM of the company was conducted through VC/OAVM.
- IV. On completion of voting at the meeting CDSL provided us with the list of shareholders who attended the meeting, with their holding details of vote cast on the Resolutions.
- V. After the closure of e-voting at the AGM, the report on remote voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked on 01<sup>st</sup> August, 2025 at around 1:15 p.m. in the presence of two witnesses, Ms. Farheen Parween and Ms. Sanjana Saha who are not in employment of the Company.
- VI. Thereafter, considering remote e-voting and the results of the voting is annexed. The details containing *inter alia*, list of Equity Share Holders, who voted “for”, “against” each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services (India) Limited (CDSL) i.e. <http://www.evotingindia.com> and is based on such reports generated.
- VII. OUTCOME: All the resolutions stand passed majority under e-voting.
- VIII. The relevant records relating to e-voting, poll, etc. at the AGM is handed over to the Company Secretary / Director authorized by the Board for safe keeping.
- IX. Restriction on Use- This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company (iii) CDSL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,

Place: Kolkata  
Date: 01<sup>st</sup> August, 2025

For **AGARWAL A & ASSOCIATES**  
Company Secretaries

**AJAY  
KUMAR  
AGARWAL**  
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by AJAY KUMAR  
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**CS Ajay Kumar Agarwal**

Proprietor

C.P No.: **13493**M. No.: **F7604****Peer Review No 1592/2021****ICSI UDIN: F007604G000911166****Resolution 1: Ordinary Resolution**

**To consider and adopt Audited Financial Statements of the Company for the year ended 31st March, 2025 and reports of the Board of Directors and Auditors thereon.**

**1. Voted in favor of the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
16	167510	100

**2. Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NA	NA	NA

**3. Invalid/Not Considered votes:**

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NA	NA

**Resolution 2: Ordinary Resolution**

**To declare dividend on equity share of the Company for the year ended 31st March, 2025.**

**1. Voted in favor of the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
16	167510	100

**1. Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NA	NA	NA

**2. Invalid/Not Considered votes:**

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NA	NA

**Resolution 3: Ordinary Resolution**

- To decide not to fill the vacancy caused due to retirement by rotation of Mrs. Sumana Raychaudhuri (DIN: 07308451), Director of the Company who retires by rotation and who does not offer herself for re-appointment be not filled up for the time being.**

**1. Voted in favor of the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
16	167510	100

**2. Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NA	NA	NA

**3. Invalid/Not Considered votes:**

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NA	NA

**Resolution 4: Ordinary Resolution**

**To consider appointment of Mrs. Shikha Gupta (DIN: 10654047) as a Non-Executive Director of the Company, liable to retire by rotation.**

**1. Voted in favor of the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
16	167510	100

**2. Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NA	NA	NA

**3. Invalid/Not Considered votes:**

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NA	NA

**Resolution 5: Ordinary Resolution**

**To approve for Related Party Transactions repetitive in nature and in the ordinary course of business of the Company for the next 12 months period. Now, I handover the proceedings again to Mr. Manoj Kumar Daga for next agenda item.**

**1. Voted in favor of the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
9	28310	100

**2. Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NA	NA	NA

**3. Invalid/Not Considered votes:**

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NA	NA

**Resolution 6: Ordinary Resolution**

**To appoint CS Ajay Kumar Agarwal proprietor of M/s. Agarwal A & Associates (C.P.No.13493, M.No.F7604) as the Secretarial Auditor of the Company.**

**1. Voted in favor of the resolution:**



Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
16	167510	100

2. **Voted against the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NA	NA	NA

3. **Invalid/Not Considered votes:**

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NA	NA

Place: Kolkata  
Date: 01<sup>st</sup> August, 2025

For **AGARWAL A & ASSOCIATES**  
Company Secretaries

**AJAY  
KUMAR  
AGARWAL**

Digitally signed  
by AJAY KUMAR  
AGARWAL  
Date:  
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**CS Ajay Kumar Agarwal**  
Proprietor  
C.P No.: **13493**  
M. No.: **F7604**  
**Peer Review No 1592/2021**

**ICSI UDIN: F007604G000911166**