



# James Warren Tea Limited

CIN : L15491AS2009PLC009345

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Date: 05.09.2020

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001 <b>Scrip Code: 538564</b>	<b>The Calcutta Stock Exchange Ltd.</b> 7, Lyons Range, Kolkata - 700 001 <b>Scrip Code: 020263</b>
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Dear Sir / Madam,

**Sub: Scrutinizer's Report on the 11<sup>th</sup> Annual General Meeting**

Pursuant Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, we are sending herewith the consolidated report issued by the Scrutinizer on remote e-voting and e-voting during the Annual General Meeting.

This is for your information and record.

Thanking You,

**For James Warren Tea Limited**

**Popja Jaiswal**  
**Company Secretary**  
**& Compliance Officer**



Encl: as above

### **Scrutinizer's Report**

**[Pursuant to Section 108 / 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014]**

**The Chairman,**  
**M/s. James Warren Tea Limited**  
**Dhoedaam Tea Estate,**  
**P.O. Borahapjan, Tinsukia,**  
**Assam-786150**

Dear Sir,

I, Santosh Kumar Tibrewalla, Practising Company Secretary has been appointed by the Board of Directors of M/s. **James Warren Tea Limited** (the Company) as a Scrutinizer as per the provisions of Section 108 / 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the process of remote e-voting & electronic voting during the 11<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held through Video Conferencing (VC) / Other Audio Visual Means (OAVM) on Saturday, the 5<sup>th</sup> day of September, 2020 at 11:00 A.M. and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure requirements), 2015 as amended by the applicable circulars issued in this connection both by MCA & SEBI, providing relaxation for the manner in which the AGM shall be held and conducted through VC or OAVM.

The Applicable Circulars provide for relaxation in the manner in which the AGM will be held including the manner of sending the Notices & Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak COVID-19 (Corona Virus) pandemic. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relaxations as provided in the Applicable Circulars.

As mentioned in the Notice, the proceedings of the 11<sup>th</sup> AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

1. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013, Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through electronic means on the resolutions contained in the Notice to the 11<sup>th</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" the resolutions stated above, based on the reports generated from the remote e-voting system provided by the Central Depository Services Limited (CDSL), the authorised agency to provide remote e-voting facilities, engaged by the Company and electronic voting during the Annual General Meeting.
2. Further to the above, I submit my report as under:-



- i) The remote e-voting period remained open from: Wednesday, September 2, 2020 (9:00 A.M.) to Friday, September 4, 2020 (5:00 P.M.)
- ii) The members of the Company as on the "cut-off" date i.e. Friday, August 28, 2020 were entitled to vote on the resolutions (items no. 1 to 8 as set out in the notice of the AGM of the Company).
- iii) The Company had also provided e-voting facility to vote during the AGM for the members who attended the meeting through VC/OAVM and had not voted through remote e-voting, to cast their vote during the AGM.
- iv) The votes casted through e-voting and found not in accordance to the rules provided were treated as invalid.
- v) Thereafter, votes casted through remote e-voting and electronic voting were unblocked on 5<sup>th</sup> September, 2020 in the presence of 2 witnesses, Ms. Vartika Gaur and Ms. Monika Tiwari, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Vartika Gaur

Name: Vartika Gaur

Monika Tiwari

Name: Monika Tiwari

- vi) Thereafter, the details containing, inter alia, list of Equity Share Holders, who voted "for" or "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services Limited (CDSL), i.e. <https://www.evotingindia.com>.
- vii) Based on such reports generated from the website of CDSL during the AGM, the result of the voting stands as under:



**Item No. 1:-**

**Ordinary Resolution:** Adoption of Audited Standalone & Consolidated Financial Statement of the Company which comprises of Balance Sheet as at 31<sup>st</sup> March, 2020, Audited Profit & Loss Account and the Cash Flow Statement for the year ended on that date, together with the Report of Board of Directors' and Auditors' thereon.

	Remote e-Voting*		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	36	5538810	0	0	36	5538810	100
Votes against the resolution	3	50	0	0	3	50	-
Invalid Votes	0	0	0	0	0	0	0

(\* including e-voting during the AGM)

**Item No. 2:-**

**Ordinary Resolution:** Approval for the re-appointment of Mr. Anil Kumar Ruia (DIN: 00236660), as a Director, who is retiring by rotation

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	38	5538818	0	0	38	5538818	100
Votes against the resolution	1	42	0	0	1	42	-
Invalid Votes	0	0	0	0	0	0	0

(\* including e-voting during the AGM)



**Item No. 3:-**

**Special Resolution:** Approval for Buy-Back up to 17,40,000 equity shares of the face value of Rs. 10/- each fully paid up of the Company at a price of Rs. 114/- per share through Tender Offer Mechanism.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	38	5538818	0	0	38	5538818	100
Votes against the resolution	1	42	0	0	1	42	-
Invalid Votes	0	0	0	0	0	0	0

(\* including e-voting during the AGM)

**Item No. 4:-**

**Ordinary Resolution:** Appointment of Mr. Sandip Das (DIN: 07979791), as a Director.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	38	5538818	0	0	38	5538818	100
Votes against the resolution	1	42	0	0	1	42	-
Invalid Votes	0	0	0	0	0	0	0

(\* including e-voting during the AGM)



**Item No. 5:-**

**Special Resolution:** Appointment of Mr. Sandip Das (DIN: 07979791), as a Whole time Director.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	38	5538818	0	0	38	5538818	100
Votes against the resolution	1	42	0	0	1	42	-
Invalid Votes	0	0	0	0	0	0	0

(\* including e-voting during the AGM)

**Item No. 6:-**

**Ordinary Resolution:** Approval for the appointment of Mr. Monojit Dasgupta (DIN: 07749089) as an Independent Director.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	38	5538818	0	0	38	5538818	100
Votes against the resolution	1	42	0	0	1	42	-
Invalid Votes	0	0	0	0	0	0	0

(\* including e-voting during the AGM)



**Item No. 7:-**

**Ordinary Resolution:** Approval for the appointment of Mrs. Shanti Kaur (DIN: 08761576) as a Non-Executive Director.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	38	5538818	0	0	38	5538818	100
Votes against the resolution	1	42	0	0	1	42	-
Invalid Votes	0	0	0	0	0	0	0

(\* including e-voting during the AGM)

**Item No. 8:-**

**Ordinary Resolution:** To ratify the remuneration of Cost Auditor for the Financial Year ending March 31, 2021.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	38	5538818	0	0	38	5538818	100
Votes against the resolution	1	42	0	0	1	42	-
Invalid Votes	0	0	0	0	0	0	0

(\* including e-voting during the AGM)





The relevant reports and all other relevant records relating to Remote & venue e-voting are in my safe custody and will be handed over to the Company Secretary after signing the Minutes by the Chairman.

You may accordingly declare the results and display the same on the website of the Company and convey to Stock Exchange and Central Depository Services Ltd.

Please acknowledge the receipt.

Thanking You,

Yours faithfully,



**SANTOSH KUMAR TIBREWALLA**

**Scrutinizer**

**Membership No. 3811**

**CP No. 3982**

**UDIN: F003811B000668695**

**Place: Kolkata**

**Date: 05.09.2020**