

THE METHONI TEA COMPANY LIMITED

CIN : L15492WB1929PLC006618

REGISTERED OFFICE : 75C PARK STREET, 1ST FLOOR, KOLKATA 700016.
TEL. : +91 33 4007 6728 / 2229 3241 / 7638 / 1258. FAX : +91 33 2249 6587

Email : methoni@methonitea.com

Website : www.methonitea.com

Ref. No.: SEC/1008/17/613

07.10.2017

To
The Calcutta Stock Exchange Ltd.
7, Lyons Range,
Kolkata - 700 001

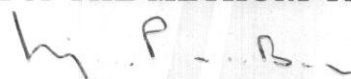
SCRIP CODE 10023015

Dear Sirs,

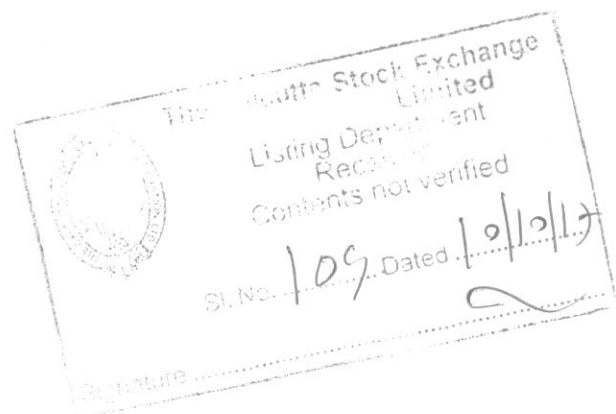
We are enclosing herewith Scrutinizer's Report on E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 along with Voting Results as per your approved format.

Thanking you,

Yours faithfully,
For THE METHONI TEA CO LTD


DIRECTOR

Encl: a/a



GARDEN : METHONI TEA ESTATE

PO - Bokakhat, Dist. Golaghat, Assam 785612. Tel. : +91 3776 268230
Email : methonite@rediffmail.com



K. C. DHANUKA & CO.

COMPANY SECRETARIES

419, CENTRE POINT,
21, HEMANTA BASU SARANI,
KOLKATA - 700 001.
☎ : 2248-5806, 3022-5806.
Mobile : 98300 53619.
E-mail : dhanuka419@yahoo.co.in

Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
The Methoni Tea Company Limited.
75C, Park Street, 1st Floor,
Kolkata-700016

Dear Sir,

Sub: Scrutinizer's Report on E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014.

I, Kailash Chandra Dhanuka, Practicing Company Secretary (FCS-2204/ CP-1247) and proprietor of M/s. K.C. Dhanuka & Co., Company Secretaries, Kolkata had been appointed, as the Scrutinizer by the Board of Directors of The Methoni Tea Company Limited ("Company"), vide resolution dated May 13th 2017, pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 to conduct the E-voting as well as physical voting process in respect of the below mentioned resolutions to be passed at the 88th Annual General Meeting of the Company, held on Friday, the 22nd September, 2017 at 10.30 A.M. at MCC Chamber Of Commerce & Industry, 15B, Hemanta Basu Sarani, 2nd Floor, Kolkata – 700 001.

The Company had also provided the facility of voting through ballot paper to the members present at the AGM and who had not cast their vote earlier through remote e-voting.

The Company has engaged Central Depository Services (India) Limited ("CDSL") as the authorized agency to provide secured system for remote e-voting process.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (remote e-voting) and voting by using ballots by the shareholders on the resolutions proposed in the Notice of the 88th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through the electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports





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generated from the electronic voting system provided by the Central Depository Services Limited ("CDSL") and the report generated by use of ballot papers.

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

- i) The e-voting period remained open from September 19th, 2017(9:00 am) to September 21st, 2017(5:00pm)
- ii) The Members of the Company as on the "cut-off" dates (record date for the purpose of e-voting, i.e. September 15th, 2017) were entitled to vote on the resolutions (item no. 1 to 7 as set out in the Notice of 88th AGM of the Company).
- iii) After the close of period for remote e-voting and before the start of the general meeting, the details of the members who had cast their votes through remote e-voting, such as their names, folios, number of shares held etc., were downloaded from the e-voting module of CDSL, to ensure that members who have cast their votes through remote e-voting do not vote again at the AGM.
- iv) At the 88th AGM, the Chairman declared that for voting by ballot paper, a duly locked ballot box is kept for polling.
- v) The locked ballot boxes were subsequently opened in my presence along with two witnesses, Ms. Madhuri Pandey and Mr. Sukumar Kundu, who are not in employment of the Company.
- vi) The ballot papers which were incomplete and/or wrongly filled and/or otherwise found defective have been treated as invalid and kept separately and not considered for the purpose of this report.
- vii) After counting the votes cast by members and proxy holders present at the 88th AGM through ballot papers, the votes cast through remote e-voting were unblocked on September 22nd, 2017 at 11:08 AM in the presence of two witnesses, Ms. Madhuri Pandey and Mr. Sukumar Kundu, who are not in employment of the Company. Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for"/"against" each of the resolutions that were put to vote, were generated from the e-voting website of CDSL.
- viii) Based on the reports generated from the CDSL e-voting website and the voting through ballot paper at the 88th AGM, the consolidated report on the voting on each resolution, pursuant to Rule 20(4)(xii) of the Companies Amendment Rules, 2015, is as under:





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A. ORDINARY BUSINESS

1. As an Ordinary Resolution

Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon.

Voted in favour of the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
E-voting	8	286708	93.19
Voting through Ballot Forms	3	16	0.00
Total	11	286724	93.19

Voted against the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
E-voting	2	20950	6.81
Voting through Ballot Forms	0	0	0
Total	2	20950	6.81

Invalid votes:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)
E-voting	0	0
Voting through Ballot Forms	1	7400
Total	1	7400

2. As an Ordinary Resolution

Adoption of the Consolidated Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon.

Voted in favour of the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
E-voting	8	286708	93.19
Voting through Ballot Forms	3	16	0.00
Total	11	286724	93.19

Voted against the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
E-voting	2	20950	6.81
Voting through Ballot Forms	0	0	0
Total	2	20950	6.81





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Invalid votes:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)
E-voting	0	0
Voting through Ballot Forms	1	7400
Total	1	7400

3.As an Ordinary Resolution

Appointment of Mrs. Anita Bubna (DIN 00180704) as a Director of the Company, who retires by rotation and being eligible, offers herself for re-appointment.

Voted in favour of the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
E-voting	8	286708	93.19
Voting through Ballot Forms	3	16	0.00
Total	11	286724	93.19

Voted against the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
E-voting	2	20950	6.81
Voting through Ballot Forms	0	0	0
Total	2	20950	6.81

Invalid votes:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)
E-voting	0	0
Voting through Ballot Forms	1	7400
Total	1	7400

4.As an Ordinary Resolution

Appointment of M/S U.S Agarwal & Associates, Chartered Accountants (Firm registration No-314213E) as Statutory Auditors of the Company to hold office for a period of five consecutive years from the conclusion of this AGM until the Conclusion of AGM to be held in calendar year 2022 and fixing of their remuneration.

Voted in favour of the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
E-voting	8	286708	93.19
Voting through Ballot Forms	3	16	0.00
Total	11	286724	93.19





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Voted against the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
E-voting	2	20950	6.81
Voting through Ballot Forms	0	0	0
Total	2	20950	6.81

Invalid votes:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)
E-voting	0	0
Voting through Ballot Forms	1	7400
Total	1	7400

B. SPECIAL BUSINESS

5. As a Special Resolution

To adopt the new set of Articles of association.

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
E-voting	8	286708	93.19
Voting through Ballot Forms	3	16	0.00
Total	11	286724	93.19

Voted against the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
E-voting	2	20950	6.81
Voting through Ballot Forms	0	0	0
Total	2	20950	6.81

Invalid votes:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)
E-voting	0	0
Voting through Ballot Forms	1	7400
Total	1	7400





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6. As a Special Resolution

To approve the transaction with Related Party- M/S Stately Realty Pvt Ltd.

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
E-voting	5	38520	64.75
Voting through Ballot Forms	3	16	0.03
Total	8	38536	64.78

Voted against the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
E-voting	2	20950	35.22
Voting through Ballot Forms	0	0	0
Total	2	20950	35.22

Invalid votes:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)
E-voting	3	248188
Voting through Ballot Forms	1	7400
Total	4	255588

7. As a Special Resolution

To approve the transaction with Related Party- M/S Ata Estates Pvt Ltd.

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
E-voting	5	38520	64.75
Voting through Ballot Forms	3	16	0.03
Total	8	38536	64.78

Voted against the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
E-voting	2	20950	35.22
Voting through Ballot Forms	0	0	0
Total	2	20950	35.22





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Invalid votes:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)
E-voting	3	248188
Voting through Ballot Forms	1	7400
Total	4	255588

Note : The resolutions of Item No 1 to 5 passed by requisite majority and resolutions of Item No 6 to 7 did not passed due to insufficient majority votes cast.

The Registers, all other papers and relevant records relating to e-voting and ballot papers shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking you,

Place: Kolkata

Dated: 23/09/2017

Yours faithfully,

K. C. DHANUKA & CO.
Company Secretaries

K. C. Dhanuka
K. C. DHANUKA
Proprietor

FCS-2204, CP-1247

THE METHONI TEA CO LIMITED

Format for Voting Results

Date of the AGM	22/09/2017
Total Number of shareholders on record date	512
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	46
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoters Group:	NIL
Public:	NIL

Resolution No. 1

Adoption of Standalone Financial Statements for March

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

31st, 2017

Resolution required: (Ordinary/Special)			ORDINARY					
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/ Invalid (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	248,188	248188	60.83	248188	0	100%	0%
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		248188	60.83	248188	0	100%	0%
Public-Institutions	E-Voting	1,810	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0%	0	0	0%	0%
Public-Non Institutions	E-Voting	158,002	59470	14.58	38520	20950	64.77	35.23
	Poll		16	0.004	16	0	100	0
	Postal Ballot (if applicable)		NIL	0	0	0	0	0
	Total		59486	0.00	38536	20950	64.78	35.23
Total		408,000	307,674	60.83	286,724	20,950	93.19	6.81

Resolution No. 2

Adoption of Consolidated Financial Statements for March

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

31st, 2017

Resolution required: (Ordinary/Special)			ORDINARY					
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/ Invalid (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	248,188	248188	60.83	248188	0	100%	0%
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		248188	60.83	248188	0	100%	0%
Public-Institutions	E-Voting	1,810	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0%	0	0	0%	0%
Public-Non Institutions	E-Voting	158,002	59470	14.58	38520	20950	64.77	35.23
	Poll		16	0.004	16	0	100	0
	Postal Ballot (if applicable)		NIL	0	0	0	0	0
	Total		59486	0.00	38536	20950	64.78	35.23
Total		408,000	307,674	60.83	286,724	20,950	93.19	6.81

Resolution No. 3

Appointment of Mrs Anita Bubna , as a Director, who retires
by rotation

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

Resolution required: (Ordinary/Special)

ORDINARY

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/ Invalid (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	248,188	248188	60.83	248188	0	100%	0%
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		248188	60.83	248188	0	100%	0%
Public- Institutions	E-Voting	1,810	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0%	0	0	0%	0%
Public- Non Institutions	E-Voting	158,002	59470	14.58	38520	20950	64.77	35.23
	Poll		16	0.004	16	0	100	0
	Postal Ballot (if applicable)		NIL	0	0	0	0	0
	Total		59486	0.00	38536	20950	64.78	35.23
Total		408,000	307,674	60.83	286,724	20,950	93.19	6.81

Resolution No. 4

Appointment of M/s U S Agarwal & Associates, Chartered
Accountant as Statutory Auditors

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

Resolution required: (Ordinary/Special)

ORDINARY

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/ Invalid (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	248,188	248188	60.83	248188	0	100%	0%
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		248188	60.83	248188	0	100%	0%
Public- Institutions	E-Voting	1,810	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0%	0	0	0%	0%
Public- Non Institutions	E-Voting	158,002	59470	14.58	38520	20950	64.77	35.23
	Poll		16	0.004	16	0	100	0
	Postal Ballot (if applicable)		NIL	0	0	0	0	0
	Total		59486	0.00	38536	20950	64.78	35.23
Total		408,000	307,674	60.83	286,724	20,950	93.19	6.81

Resolution No. 5

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

Resolution required: (Ordinary/Special)

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)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against/ Invalid (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 Poll Postal Ballot (if applicable) Total	248,188	248188 0 0 248188	60.83 0 0 60.83	248188 0 0 248188	0 0 0 0	100% 0 0 100%	0% 0 0 0%
Public-Institutions	E-Voting Poll Postal Ballot (if applicable) Total	1,810	0 0 0 0	0 0 0 0%	0 0 0 0	0 0 0 0	0 0 0 0%	0 0 0 0%
Public-Non Institutions	E-Voting Poll Postal Ballot (if applicable) Total	158,002	59470 16 NIL 59486	14.58 0.004 0 0.00	38520 16 0 38536	20950 0 0 20950	64.77 100 0 64.78	35.23 0 0 35.23
Total		408,000	307,674	60.83	286,724	20,950	93.19	6.81

Resolution No. 6

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

Resolution required: (Ordinary/Special)

SPECIAL

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)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against/ Invalid (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 Poll Postal Ballot (if applicable) Total	248,188	0 0 0 0	- 0 0 -	0 0 0 0	0 0 0 0	0% 0 0 0%	0% 0 0 100%
Public-Institutions	E-Voting Poll Postal Ballot (if applicable) Total	1,810	0 0 0 0	0 0 0 0%	0 0 0 0	0 0 0 0	0 0 0 0%	0 0 0 0%
Public-Non Institutions	E-Voting Poll Postal Ballot (if applicable) Total	158,002	59470 16 NIL 59486	14.58 0.004 0 0.00	38520 16 0 38536	20950 0 0 20950	64.77 100 0 64.78	35.23 0 0 35.23
Total		408,000	59,486	0.00	38,536	20,950	64.78	35.22

To Approve the transaction with Related Party - M/s Stately Realty Pvt Ltd

Resolution No. 7

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

Resolution required: (Ordinary/Special)

SPECIAL

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)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against/ Invalid (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	248,188	0	-	0	0	0%	0%
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	-	0	0	0%	100%
Public- Institutions	E-Voting	1,810	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0%	0	0	0%	0%
Public- Non Institutions	E-Voting	158,002	59470	14.58	38520	20950	64.77	35.23
	Poll		16	0.004	16	0	100	0
	Postal Ballot (if applicable)		NIL	0	0	0	0	0
	Total		59486	0.00	38536	20950	64.78	35.23
Total		408,000	59,486	0.00	38,536	20,950	64.78	35.22