

VINOD KOTHARI & COMPANY

Practising Company Secretaries
1006-1009, Krishna Building, 224 A.J.C. Bose Road
Kolkata – 700 017, India
Phone: +91 – 33 – 2281 7715 | 1276 | 3742
email: vinod@vinodkothari.com
Web: www.vinodkothari.com
Unique Code – P1996WB042300
PAN No - AAMFV6726E
GSTIN No. - 19AAMFV6726E1ZR
Udyog Aadhaar Number – WB10D0000448

To,
Chairman,
The Peria Karamalai Tea & Produce Company Limited,
7, Munshi Premchand Sarani,
Hastings, Kolkata-700022
India

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments thereto and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 108th Annual General Meeting (the "AGM") of the Members of The Peria Karamalai Tea & Produce Company Limited (the "Company") held on Friday, the 24th day of September, 2021 at 10:30 am through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM')

Dear Sir,

1. I, Barsha Dikshit, Partner of M/s Vinod Kothari & Company, Practising Company Secretaries, (Membership No ACS 48152/ C.P. No 18060) have been appointed as the Scrutinizer by the Board of Directors of the Company in terms of the appointment letter dated 9th August, 2021 for the purpose of scrutinizing the remote e-voting and voting through electronic system during the AGM as per the provisions of Section 108 of Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('MGT Rules') read with amendments thereto and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') on the businesses contained in Notice of the 108th AGM of the Company.
2. In terms of Regulation 44 of the Listing Regulations and pursuant to section 108 of the Act read with Rule 20 of MGT Rules in connection with all resolutions proposed at the 108th AGM, the Company availed services of Central Depository Services Limited ('CDSL') and provided remote e-voting facility and facility of electronic voting at the time of AGM to the equity shareholders of the Company who could not vote earlier through remote e-voting facility provided by the Company.
3. The management of the Company is responsible to ensure the compliance of the requirements of the Act, rules, circulars and notifications issued by the Ministry of Corporate Affairs ('MCA') relating to voting through electronic means and Listing Regulations on the

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Delhi: A – 467, First Floor, Defence Colony, New Delhi-110024

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Barsha

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businesses set out in the Notice of the AGM. My responsibility as a Scrutinizer is restricted in making a consolidated Scrutinizer's Report of the votes cast "IN FAVOUR" or "AGAINST" the business set out in the Notice of AGM, based on the reports generated from the e-voting system of CDSL (including remote e-voting and e-voting during the meeting), the authorized agency engaged by the Company

4. The remote e-voting period to facilitate e-voting by equity shareholders of the Company as on the "cut-off date" of September 17, 2021 commenced on September 21, 2021 at 09:00 a.m. and ended on September 23, 2021 at 5.00 p.m. and the CDSL e-voting platform was blocked thereafter.
5. The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier. The shareholders of the Company holding shares as on the "cut-off" date of Friday, September 17, 2021 were entitled to vote on the resolutions as contained in the Notice of the AGM. The CDSL e-voting platform was re-opened during the AGM and kept open for 30 minutes after the conclusion of the AGM.
6. Pursuant to Rule 20 (4)(xii) of the MGT Rules, I unblocked the voting on CDSL on September 24, 2021 at 11:26 a.m. in the presence of two witnesses, viz., Sachin Sharma and Himanshu Dubey, both being employees of Vinod Kothari & Company, Practising Company Secretaries. These witnesses are not in the employment of the Company.
7. The votes cast under remote e-voting facility were unblocked thereafter. I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.

8. I now submit the Consolidated Report as under:

Resolution 1: Ordinary Resolution

To receive, consider and adopt:

- a. The Annual Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2021 including the Audited Balance Sheet as at 31st March, 2021 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon; and



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b. The Annual Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2021 including the Audited Balance Sheet as at 31st March, 2021 and Statement of Profit & Loss for the year ended on that date and the Report of the Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
41	1908253	99.75%

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	4735	0.25%

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast by them
-	-

Resolution 2: Ordinary Resolution

To declare dividend on Equity Shares for the financial year ended 31st March, 2021.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
41	1908253	99.75%

(ii) Voted **against** the resolution:



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Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	4735	0.25%

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them
-	-

Resolution 3: Ordinary Resolution

To appoint a director in place of Mrs. Alka Devi Bangur (DIN:00012894), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
41	1908253	99.75%

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	4735	0.25%

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them
-	-

Resolution 4: Ordinary Resolution



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To appoint M/s. Jayaraman & Krishna, Chartered Accountants, bearing Registration No. 011185S, as Statutory Auditors of the Company for a term of 5 (five) consecutive years i.e. from the conclusion of the ensuing 108th Annual General Meeting till the conclusion of the 113th Annual General Meeting of the Company and to authorize the Board of Directors to fix their remuneration.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
40	1908244	99.75%

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
12	4744	0.25%

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them

Resolution 5: Ordinary Resolution

Appointment of Mr. Gaurav Jalan as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
39	1908234	99.75%

(ii) Voted against the resolution:



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Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
13	4754	0.25%

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them
-	-

9. Figures have been taken upto two decimal points.
10. In view of the above scrutiny, I hereby certify all the above Resolutions have been passed with requisite majority on September 24, 2021.
11. The details of the remote e-voting and electronic voting at the meeting along with such as authorizations as have been received, will be sealed and handed over to the Director/Company Secretary/Authorised Representative, authorized by the Board for safe keeping.

For M/s Vinod Kothari & Company
Practising Company Secretaries

Barsha D

Barsha Dikshit
Partner
M. No. A48152
CP No. 18060

Date: 28.09.2021
Place: Kolkata



Countersigned

For The Peria Karamalai Tea &
Produce Company Limited

LAKSHMI NIWAS
BANGUR

Digitally signed by
LAKSHMI NIWAS BANGUR
Date: 2021.09.28 16:42:30
+05'30'

Director.

Chairperson or any other person authorized by
him

Date: 28.09.2021
Place: Kolkata