

# VINOD KOTHARI & COMPANY

Practising Company Secretaries

1006-1009, Krishna Building, 224 A.J.C. Bose Road

Kolkata – 700 017, India

Phone: +91 – 33 – 2281 1276 | 3742

email: [corplaw@vinodkothari.com](mailto:corplaw@vinodkothari.com)

Web: [www.vinodkothari.com](http://www.vinodkothari.com)

Unique Code – P1996WB042300

PAN No-AAMFV6726E

GSTIN No. - 19AAMFV6726E1ZR

Udyog Aadhaar Number – WB10D0000448

To,  
The Chairperson,  
**The Peria Karamalai Tea and Produce Company Limited,**  
7, Munshi Prernchand Sarani,  
Hastings, Kolkata - 700 022  
India

**Sub: Consolidated Scrutinizer's Report on remote e-voting and electronic voting carried out at the 110<sup>th</sup> Annual General Meeting ("AGM") conducted pursuant to the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 110th Annual General Meeting (the "AGM") of the Members of The Peria Karamalai Tea and Produce Company Limited, (the "Company") held on Tuesday, the 26th day of September, 2023 at 10:30 A.M through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM').**

Dear Sir,

1. I, Barsha Dikshit, Partner at Vinod Kothari & Company, Practicing Company Secretaries, (Membership No ACS A48152/ C.P. No 18060) have been appointed as the Scrutinizer by the Board of Directors of the Company in terms of resolution dated May 17, 2023 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 the 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 110th 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 the resolutions proposed at the 110th AGM, the Company availed services of **Central Depository Services (India) Ltd. (CDSL)** for facilitating voting through electronic means, as the authorized e-voting's agency. The

Mumbai: 175, Shreyas Chambers, D. N. Road, Fort, Mumbai- 400001

Delhi: Nukleus, 501 & 501A, 5th Floor, Salcon Rasvillas, District Centre, Saket, New Delhi, Delhi 110017

Bengaluru: 4, Union Street, Infantry Rd, Shivaji Nagar, Bengaluru, Karnataka 560001



*Barsha*

# VINOD KOTHARI & COMPANY

Practising Company Secretaries

1006-1009, Krishna Building, 224 A.J.C. Bose Road  
Kolkata – 700 017, India

Phone: +91 – 33 – 2281 1276 | 3742

email: [corplaw@vinodkothari.com](mailto:corplaw@vinodkothari.com)

Web: [www.vinodkothari.com](http://www.vinodkothari.com)

Unique Code – P1996WB042300

PAN No -AAMFV6726E

GSTIN No. - 19AAMFV6726E1ZR

Udyog Aadhaar Number – WB10D0000448

facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM was provided by CDSL.

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 e-voting at the AGM on the 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 businesses 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 at the AGM) , the authorized agency engaged by the Company.
4. The Company had published newspaper advertisement on 2<sup>nd</sup> September, 2023 in "Ekdin" in Bengali language and in "Business Standard" in English language.
5. The remote e-voting period to facilitate e-voting by equity shareholders of the Company as at the "cut-off date" of September 19, 2023 commenced on September 23<sup>rd</sup>, 2023 at 09:00 am (IST) and ended on September 25, 2023 at 5.00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.
6. The Company had also provided a 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 Tuesday, September 19, 2023 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 AGM
7. The votes cast under remote e-voting and AGM e-voting were unblocked thereafter. I have scrutinized and reviewed the voting through remote e-voting and e-voting at the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.

Mumbai: 175, Shreyas Chambers, D. N. Road, Fort, Mumbai- 400001

Delhi: Nukleus, 501 & 501A, 5th Floor, Salcon Rasvillas, District Centre, Saket, New Delhi, Delhi 110017

Bengaluru: 4, Union Street, Infantry Rd, Shivaji Nagar, Bengaluru, Karnataka 560001



*Basu*

# VINOD KOTHARI & COMPANY

Practising Company Secretaries

1006-1009, Krishna Building, 224 A.J.C. Bose Road

Kolkata – 700 017, India

Phone: +91 – 33 – 2281 1276 | 3742

email: [corplaw@vinodkothari.com](mailto:corplaw@vinodkothari.com)

Web: [www.vinodkothari.com](http://www.vinodkothari.com)

Unique Code – P1996WB042300

PAN No -AAMFV6726E

GSTIN No. - 19AAMFV6726E1ZR

Udyog Aadhaar Number – WB10D0000448

8. I now submit the Report as under:

## Resolution 1: Ordinary Resolution

To receive, consider and adopt:

- The Annual Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2023 including the Audited Balance Sheet as at 31<sup>st</sup> March, 2023 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon; and
- The Annual Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2023 including the Audited Balance Sheet as at 31<sup>st</sup> March, 2023 and Statement of Profit & Loss for the year ended on that date 31<sup>st</sup> March, 2023 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
48	1956760	99.76

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	4782	0.24

(iii) **Invalid** votes:

Number of members voted	Number of votes cast by them
0	0

**Mumbai:** 175, Shreyas Chambers, D. N. Road, Fort, Mumbai- 400001

**Delhi:** Nukleus, 501 & 501A, 5th Floor, Salcon Rasvilas, District Centre, Saket, New Delhi, Delhi 110017

**Bengaluru:** 4, Union Street, Infantry Rd, Shivaji Nagar, Bengaluru, Karnataka 560001



# VINOD KOTHARI & COMPANY

Practising Company Secretaries

1006-1009, Krishna Building, 224 A.J.C. Bose Road

Kolkata – 700 017, India

Phone: +91 – 33 – 2281 1276 | 3742

email: [corplaw@vinodkothari.com](mailto:corplaw@vinodkothari.com)

Web: [www.vinodkothari.com](http://www.vinodkothari.com)

Unique Code – P1996WB042300

PAN No -AAMFV6726E

GSTIN No. - 19AAMFV6726E1ZR

Udyog Aadhaar Number – WB10D0000448

## Resolution 2: Ordinary Resolution

To declare dividend on Equity Shares for the financial year ended 31<sup>st</sup> March, 2023.

(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
49	1956780	99.76

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	4762	0.24

(iii) **Invalid** votes:

Number of members voted	Number of votes cast by them
0	0

## Resolution 3: Ordinary Resolution

To appoint a director in place of Mr. Lakshmi Niwas Bangur (DIN:00012617), who retires by rotation and being eligible, offers himself 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
47	1956745	99.76

Mumbai: 175, Shreyas Chambers, D. N. Road, Fort, Mumbai- 400001

Delhi: Nukleus, 501 & 501A, 5th Floor, Salcon Rasvilas, District Centre, Saket, New Delhi, Delhi 110017

Bengaluru: 4, Union Street, Infantry Rd, Shivaji Nagar, Bengaluru, Karnataka 560001

Page 4 of 6



A handwritten signature in black ink, appearing to be "Bangur", written in a cursive style.

# VINOD KOTHARI & COMPANY

Practising Company Secretaries

1006-1009, Krishna Building, 224 A.J.C. Bose Road

Kolkata – 700 017, India

Phone: +91 – 33 – 2281 1276 | 3742

email: [corplaw@vinodkothari.com](mailto:corplaw@vinodkothari.com)

Web: [www.vinodkothari.com](http://www.vinodkothari.com)

Unique Code – P1996WB042300

PAN No -AAMFV6726E

GSTIN No. - 19AAMFV6726E1ZR

Udyog Aadhaar Number – WB10D0000448

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
9	4797	0.24

(iii) **Invalid** votes:

Number of members voted	Number of votes cast by them
0	0

## Resolution 4: Special Resolution

### Re-appointment of Mrs. Alka Devi Bangur as Managing 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
47	1956745	99.76

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
9	4797	0.24

Mumbai: 175, Shreyas Chambers, D. N. Road, Fort, Mumbai- 400001

Delhi: Nukleus, 501 & 501A, 5th Floor, Salcon Rasvilas, District Centre, Saket, New Delhi, Delhi 110017

Bengaluru: 4, Union Street, Infantry Rd, Shivaji Nagar, Bengaluru, Karnataka 560001



*Handwritten signature*

# VINOD KOTHARI & COMPANY

Practising Company Secretaries

1006-1009, Krishna Building, 224 A.J.C. Bose Road  
Kolkata – 700 017, India

Phone: +91 – 33 – 2281 1276 | 3742

email: [corplaw@vinodkothari.com](mailto:corplaw@vinodkothari.com)

Web: [www.vinodkothari.com](http://www.vinodkothari.com)

Unique Code – P1996WB042300

PAN No -AAMFV6726E

GSTIN No. - 19AAMFV6726E1ZR

Udyog Aadhaar Number – WB10D0000448

(iii) **Invalid** votes:

Number of members voted	Number of votes cast by them
0	0

## Resolution 5: Special Resolution

### Re-appointment of Mr. Shreyash Bangur as Deputy Managing 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
47	1956745	99.76

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
9	4797	0.24

(iii) **Invalid** votes:

Number of members voted	Number of votes cast by them
0	0

Mumbai: 175, Shreyas Chambers, D. N. Road, Fort, Mumbai- 400001

Delhi: Nukleus, 501 & 501A, 5th Floor, Salcon Rasvilas, District Centre, Saket, New Delhi, Delhi 110017

Bengaluru: 4, Union Street, Infantry Rd, Shivaji Nagar, Bengaluru, Karnataka 560001



*Banish*

# VINOD KOTHARI & COMPANY

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

## Resolution 6: Special Resolution

### Continuation of Directorship of Mr. Lakshmi Niwas Bangur (DIN: 00012617) as a Non-Executive 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
47	1956745	99.76

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
9	4797	0.24

(iii) **Invalid** votes:

Number of members voted	Number of votes cast by them
0	0

9. Figures have been considered upto 2 decimal places.

10. In view of the above scrutiny, I hereby certify all the above Resolutions have been passed with requisite majority on September 26, 2023.

---

Mumbai: 175, Shreyas Chambers, D. N. Road, Fort, Mumbai- 400001  
Delhi: Nukleus, 501 & 501A, 5th Floor, Salcon Rasvilas, District Centre, Saket, New Delhi, Delhi 110017  
Bengaluru: 4, Union Street, Infantry Rd, Shivaji Nagar, Bengaluru, Karnataka 560001



A handwritten signature in black ink, appearing to read "Banak".

# VINOD KOTHARI & COMPANY

Practising Company Secretaries

1006-1009, Krishna Building, 224 A.J.C. Bose Road  
Kolkata – 700 017, India

Phone: +91 – 33 – 2281 1276 | 3742

email: [corplaw@vinodkothari.com](mailto:corplaw@vinodkothari.com)

Web: [www.vinodkothari.com](http://www.vinodkothari.com)

Unique Code – P1996WB042300

PAN No -AAMFV6726E

GSTIN No. - 19AAMFV6726E1ZR

Udyog Aadhaar Number – WB10D0000448

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 Vinod Kothari & Company  
Practicing Company Secretaries**



*Barsha Dikshit*

**Barsha Dikshit  
Partner**

**Membership No.: A48152**

**COP:18060**

**UDIN: A048152E001113139**

**Date: 28th September, 2023**

**Place: Kolkata**

---

**Mumbai:** 175, Shreyas Chambers, D. N. Road, Fort, Mumbai- 400001

**Delhi:** Nukleus, 501 & 501A, 5th Floor, Salcon Rasvilas, District Centre, Saket, New Delhi, Delhi 110017

**Bengaluru:** 4, Union Street, Infantry Rd, Shivaji Nagar, Bengaluru, Karnataka 560001