

BHATKAWA TEA INDUSTRIES LIMITED

Trustee Certificate Company / CIN : L01132WB1911PL002077

BK/CSE

7th November, 2022

To

The Calcutta Stock Exchange Limited,
7, Lyons Range,
Kolkata – 700 001
Stock Code – CSE :12018.

Dear Sirs,

SUB: COMPLIANCE WITH REGULATION 30 READ WITH PARA A OF PART A OF SCHEDULE III AND REGULATION 44(3) OF THE LISTING REGULATIONS – PROCEEDINGS OF THE EXTRA ORDINARY GENERAL MEETING OF THE COMPANY HELD ON 5TH NOVEMBER, 2022.

We wish to inform you that an Extra Ordinary General Meeting (“EGM”) of the Company was held on Saturday, 5th November, 2022 at 12.00 p.m. (IST) at the Registered Office of the Company at 2, Hare Street, Nicco House, Kolkata – 700 001 to transact the business as stated in the Notice dated 29th September, 2022, convening the EGM.

As per the provisions of the Act and the Listing Regulations the Company had provided the facility of Remote E-voting and voting through Ballot paper during the EGM to the Members to enable them to cast their vote on the Resolutions proposed in the Notice of the EGM. The Remote E-voting was open from Wednesday, 2nd November, 2022 from 10.00 a.m. (IST) to Friday, 4th November, 2022 upto 5.00 p.m. (IST).

The Board of Directors had appointed Mrs. Monalisa Datta Practicing Company Secretaries as the Scrutinizer for the Remote E-voting and voting through Ballot paper during the EGM by Members. Mrs. Datta has carried out the scrutiny of all the remote electronic votes received up to 5.00 p.m. (IST) on 4th November, 2022 and votes cast through Ballot system during the EGM, received till the conclusion of the EGM and has submitted her Report on 7th November, 2022.

Based on the consolidated Report of the Scrutinizer, all the Resolutions as set out in the Notice of the EGM have been duly approved by the Members with requisite majority.

The AGM commenced at 12.10 p.m. (IST) and concluded at 12:55 p.m. (IST) (including the time allowed for e-voting at the AGM).

We are enclosing the following information by way of annexure in connection with the proceedings and voting results of the EGM held pursuant to Regulation 30 and Regulation 44(3) of the Listing Regulations and Rule 20 of the Companies (Management & Administration) Rules, 2014 :-

1. Proceedings of the EGM of the Company pursuant to Regulation 30 of the Listing Regulations. **Annexure – A**
2. Details regarding the Voting Results of the business transacted at the EGM of the Company in the format prescribed pursuant to Regulation 44(3) of the Listing Regulations. **Annexure – B**
3. Report of the Scrutinizer dated 7th November, 2022, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014. **Annexure - C**

Kindly take the same on record.

Thanking You.

Yours faithfully,

For BHATKAWA TEA INDUSTRIES LIMITED
DHARINI Digitally signed by
DHARINI MEHTA

MEHTA Date: 2022.11.07
21:55:09 +05'30'

DHARINI MEHTA

(COMPANY SECRETARY & COMPLIANCE OFFICER)



BHATKAWA TEA INDUSTRIES LIMITED

Trustea Certificate Company / CIN : L01132WB1911PL002077

ANNEXURE - A

SUMMARY OF PROCEEDINGS OF THE EXTRA ORDINARY GENERAL MEETING OF THE COMPANY HELD ON 5TH NOVEMBER, 2022, PURSUANT TO REGULATION 30 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Extra Ordinary General Meeting ("EGM" or "Meeting") of the Members of Bhatkawa Tea Industries Limited ("the Company") was held on Saturday, 5th November, 2022, at 12.00 p.m. (IST) at the Registered Office of the Company at 2, Hare Street, Nicco House, 6th Floor, Kolkata – 700 001.

Mr. Padmanabh Jalan, Whole-time Director, welcomed the members to the meeting and enquired on well being of the members and their families. He requested the members to update their contact details, bank and other details with the Company / RTA and also insisted the members to dematerialise their shares. He then briefed the members on the performance of the Company.

On unanimous consent of the Board, Mr. Padmanabh Jalan chaired the proceedings of the meeting. Upon the requisite quorum being present, the Chairman called the meeting to order. He requested Mrs. Dharini Mehta, Company Secretary to take the proceedings further.

The Company Secretary welcomed the members. She acknowledged the presence of all the Directors of the Company, including Chairperson of the Audit Committee, Chairperson of the Nomination and Remuneration Committee and Chairperson of the Stakeholders Relationship Committee. She informed the Members that the Chief Financial Officer and President of the Company were present at the Meeting. She further informed the members that due to pre-occupation the Statutory Auditors and Secretarial Auditor have requested to excuse them from attending the EGM and the Board, after considering their tremendous work pressure on account of due dates approaching, have granted them leave of absence.

As per the attendance records, 65 Members in person (including authorised representatives of corporate members) attended the Meeting. There were no members attending through proxies.

The Notice of the meeting was read. The following items of business as laid down in the Notice of the EGM dated 29th September, 2022, were transacted at the Meeting:

SPECIAL BUSINESS:

1. Authorisation under Section 186 of the Companies Act, 2013 for Investment and Loans upto Rs. 50 Crores.
2. Authorisation under Section 180 of the Companies Act, 2013 for Borrowings upto Rs. 50 Crores.
3. Approval for material Related party transaction(s) with M/s. Lakeview Dealers Pvt. Ltd.

"NICCO HOUSE," 6TH FLOOR, 2, HARE STREET, KOLKATA-700 001
TELE : 9133 2248 9916/5422/5431, FAX : 91 33 2248 5362.
e-mail : contact@bhatkawa.com
Website : www.bhatkawa.com



BHATKAWA TEA INDUSTRIES LIMITED

Trustea Certificate Company I CIN : L01132WB1911PL002077

: 2 :

4. To approve transactions under Section 185 of the Companies act, 2013 with M/s. Lakeview Dealers Pvt. Ltd.

The Company Secretary stated that the Company had provided the Members the facility of remote e-voting to cast their vote electronically, on all resolutions set forth in the Notice. Members who attended the EGM and had not cast their votes through Remote E-Voting facility were provided an opportunity to cast their votes through the ballot system during the Meeting. She then informed that the voting facility through Ballot shall be available till 15 minutes after conclusion of the EGM.

All the above resolutions, which were put to vote, were passed with requisite majority. The Company Secretary thereafter requested the Chairman to give his concluding statement.

The Chairman authorised the Company Secretary to receive the Scrutinizer's Register, Report on e-voting and also to counter-sign the Scrutinizer's Report and declare the results of voting. He announced that the e-voting results along with the consolidated Scrutinizer's Report shall be informed to Stock Exchanges and also be placed on the website of the Company and Stock Exchanges.

The Chairman thanked the Members for their presence and support extended to the Company.

The Scrutinizer's Report on the combined voting results was received on 7th November, 2022 and accordingly, all the Special Resolutions as set out in the Notice were declared as passed with requisite majority, as specified in Annexure B below.

Yours faithfully,

For BHATKAWA TEA INDUSTRIES LIMITED

DHARINI MEHTA Digitally signed by
DHARINI MEHTA
Date: 2022.11.07
21:55:59 +05'30'



DHARINI MEHTA
(COMPANY SECRETARY & COMPLIANCE OFFICER)

BHATKAWA TEA INDUSTRIES LIMITED

Trustee Certificate Company / CIN : L01132WB1911PL002077

ANNEXURE - B

DETAILS REGARDING THE RESULTS OF REMOTE E-VOTING AND E-VOTING DURING THE AGM PURSUANT TO REGULATION 44(3) OF SEBI (LODR) REGULATIONS, 2015

1. Date of EGM: 5th November, 2022.
2. Total no. of shareholders on record date viz. 31st November, 2022: 356
3. No. of shareholders present at the meeting either in person or through proxy:

Sl. No.	Category	In person/ Through Proxy
1.	Promoters and Promoters group	5
2.	Public	60
	Total	65

4. No. of shareholders attended the meeting through video conferencing:

Sl. No.	Category	Number
1.	Promoters and Promoters group	NA
2.	Public	
	Total	

5. Details of the business transacted at the Annual General Meeting:

Sl. No.	Agenda	Resolution required (Ordinary/ Special)	Mode of Voting	Remarks
1	Authorisation under Section 186 of the Companies Act, 2013 for Investment and Loans upto Rs. 50 Crores.	Special	Remote Evoting and voting through ballot during the AGM	Passed with Requisite majority
2	Authorisation under Section 180 of the Companies Act, 2013 for Borrowings upto Rs. 50 Crores.	Special	Remote Evoting and voting through ballot during the AGM	Passed with Requisite majority
3	Approval for material Related party transaction(s) with M/s. Lakeview Dealers Pvt. Ltd.	Special	Remote Evoting and voting through ballot during the AGM	Passed with Requisite majority
4	To approve transactions under Section 185 of the Companies act, 2013 with M/s. Lakeview Dealers Pvt. Ltd.	Special	Remote Evoting and voting through ballot during the AGM	Passed with Requisite majority



BHATKAWA TEA INDUSTRIES LIMITED

Trustea Certificate Company I CIN : LO1132WB1911PL002077

: 2 :

The promoters and promoters' group were interested in resolutions no. 3 and 4 of the Notice.

Based on the scrutinizer's report we inform you that the all the aforesaid resolutions have been passed with requisite majority.

Agenda wise disclosure of each agenda item in format prescribed is enclosed as separate attachment.

Yours faithfully,

For BHATKAWA TEA INDUSTRIES LIMITED

DHARINI Digitally signed by
I MEHTA DHARINI MEHTA
Date: 2022.11.07
21:56:31 +05'30'

DHARINI MEHTA

(COMPANY SECRETARY & COMPLIANCE OFFICER)



Annexure B (contd.)

BHATKAWA TEA INDUSTRIES LIMITED - Agenda- wise disclosure

AGENDA – 1

Resolution required: (Ordinary/ Special) SPECIAL			Authorisation under Section 186 of the Companies Act, 2013 for Investment and Loans upto Rs. 50 Crores.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes on Polled outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1362786	1362786	100.00	1362786	0	100.00	0
	Ballot during EGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		1362786	100.00	1362786	0	100.00	0
Public- Institutions	E-Voting	677166	600434	88.67	600434	0	100.00	0
	Ballot during EGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		600434	88.67	600434	0	100.00	0
Public- Non- Institutions	E-Voting	200048	15385	7.69	15308	77	99.50	0.01
	Ballot during EGM		3278	1.64	3278	0	100.00	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		18663	9.33	18586	77	99.59	0.01
Total		2240000	1981883	88.48	1981806	77	99.99	0.01



AGENDA - 2

Resolution required: (Ordinary/ Special) SPECIAL			Authorisation under Section 180 of the Companies Act, 2013 for Borrowings upto Rs. 50 Crores.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1362786	1362786	100.00	1362786	0	100.00	0
	Ballot during EGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		1362786	100.00	1362786	0	100.00	0
Public-Institutions	E-Voting	677166	600434	88.67	600434	0	100.00	0
	Ballot during EGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		600434	88.67	600434	0	100.00	0
Public- Non-Institutions	E-Voting	200048	15385	7.69	15308	77	99.50	0.01
	Ballot during EGM		3278	1.64	3278	0	100.00	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		18663	9.33	18586	77	99.59	0.01
Total		2240000	1981883	88.48	1981806	77	99.99	0.01



AGENDA – 3

Resolution required: (Ordinary/ Special) SPECIAL			Approval for material Related party transaction(s) with M/s. Lakeview Dealers Pvt. Ltd.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1362786	1362786	100.00	1362786	0	100.00	0
	Ballot during EGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		1362786	100.00	1362786	0	100.00	0
Public- Institutions	E-Voting	677166	600434	88.67	600434	0	100.00	0
	Ballot during EGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		600434	88.67	600434	0	100.00	0
Public- Non- Institutions	E-Voting	200048	15385	7.69	15308	77	99.50	0.01
	Ballot during EGM		3278	1.64	3278	0	100.00	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		18663	9.33	18586	77	99.59	0.01
Total		2240000	1981883	88.48	1981806	77	99.99	0.01



AGENDA – 4

Resolution required: (Ordinary/ Special) SPECIAL			To approve transactions under Section 185 of the Companies act, 2013 with M/s. Lakeview Dealers Pvt. Ltd.					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1362786	1362786	100.00	1362786	0	100.00	0
	Ballot during EGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		1362786	100.00	1362786	0	100.00	0
Public- Institutions	E-Voting	677166	600434	88.67	600434	0	100.00	0
	Ballot during EGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		600434	88.67	600434	0	100.00	0
Public- Non- Institutions	E-Voting	200048	15385	7.69	15308	77	99.50	0.01
	Ballot during EGM		3278	1.64	3278	0	100.00	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		18663	9.33	18586	77	99.59	0.01
Total		2240000	1981883	88.48	1981806	77	99.99	0.01

DHARINI
MEHTA

Digitally signed by
DHARINI MEHTA
Date: 2022.11.07
21:56:58 +05'30'





Consolidated Scrutinizer's Report

[Pursuant to Section 108 of Companies Act, 2013 and
Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
Extra-Ordinary General Meeting of the Equity
Shareholders of **M/s Bhatkawa Tea Industries Limited**,
held on 5th November, 2022 at 12:00 noon at
6th Floor, Nicco House, 2 Hare Street,
Kolkata-700001

Dear Sir,

Sub: Scrutinizer Report on remote e-voting conducted pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended by Companies (Management and Administration) Rules 2015 for the Extra-ordinary General Meeting of the Equity Shareholders of M/s Bhatkawa Tea Industries Limited held on 5th November, 2022 at 12:00 noon.

1. I, Monalisa Datta, Practising Company Secretary have been appointed as a Scrutinizer by the Board of Directors of M/s Bhatkawa Tea Industries Limited, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the Extra-Ordinary General Meeting of the Equity Shareholders of M/s Bhatkawa Tea Industries Limited on 5th November, 2022 at 12:00 noon.
2. I was also appointed as Scrutinizer to scrutinize the voting process during the said EGM.
3. The Company had availed the e-voting facility offered by NSDL for conducting remote e-voting by the Members of the Company.
4. The voting period for remote e-voting commenced on 10:00 A.M. I.S.T on Wednesday, November 02, 2022 and ended on 5:00 P.M. I.S.T on Friday, November 04, 2022 and the NSDL e-voting platform was disabled thereafter.
5. The Company had also provided physical ballot facility to the members present at the Extra-Ordinary General Meeting and who had not cast their votes earlier.
6. After the closure of voting at the Extra-Ordinary General Meeting, the report on voting done during the Extra-Ordinary General Meeting and the votes cast under remote e-voting facility prior to the Extra-Ordinary General Meeting were unblocked and counted.
7. I have scrutinized and reviewed the remote e-voting prior to and physical ballot voting during the Extra-Ordinary General Meeting and the votes cast therein based on the data downloaded from NSDL e-voting system.
8. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting prior to and during the Extra-Ordinary General Meeting for the resolutions contained in the notice of the Extra-Ordinary General Meeting of the Equity Shareholders of the Company.
9. My responsibility as a scrutinizer for the remote e-voting is restricted to make a consolidated Scrutinizers Report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the e-voting system.



10. I now submit my Consolidated Scrutinizers Report as under on the result of the remote e-voting prior to the Extra-Ordinary General Meeting and physical ballot voting during the Extra-Ordinary General Meeting in respect of the said resolutions.

Resolution No. 1: Authorisation under Section 186 of the Companies Act, 2013. Passed as a Special Resolution.

- i) Votes in favour of the resolution

No of members voted	Number of valid votes cast by them	% of total no of valid votes cast
69	1981806	99.99%

- ii) Votes against the resolution

No of members voted	Number of valid votes cast by them	% of total no of valid votes cast
5	77	0.01%

- iii) Invalid votes

No of members whose votes were declared invalid	Number of invalid votes cast by them	% of total no of invalid votes cast
0	0	0

Resolution No. 2- Authorisation under Section 180 of the Companies Act, 2013. Passed as a Special Resolution.

- i) Votes in favour of the resolution

No of members voted	Number of valid votes cast by them	% of total no of valid votes cast
69	1981806	99.99%

- ii) Votes against the resolution

No of members voted	Number of valid votes cast by them	% of total no of valid votes cast
5	77	0.01%

- iii) Invalid votes

No of members whose votes were declared invalid	Number of invalid votes cast by them	% of total no of invalid votes cast
		0



0	0	
---	---	--

Resolution No. 3- Approval for material Related Party Transaction(S). Passed as a Special Resolution.

i) Votes in favour of the resolution

No of members voted	Number of valid votes cast by them	% of total no of valid votes cast
69	1981806	99.99%

ii) Votes against the resolution

No of members voted	Number of valid votes cast by them	% of total no of valid votes cast
5	77	0.01%

iii) Invalid votes

No of members whose votes were declared invalid	Number of invalid votes cast by them	% of total no of invalid votes cast
0	0	0

Resolution No. 4- To approve transactions under Section 185 of the Companies Act, 2013. Passed as a Special Resolution.

i) Votes in favour of the resolution

No of members voted	Number of valid votes cast by them	% of total no of valid votes cast
69	1981806	99.99%

ii) Votes against the resolution

No of members voted	Number of valid votes cast by them	% of total no of valid votes cast
5	77	0.01%

iii) Invalid votes

No of members whose votes were declared invalid	Number of invalid votes cast by them	% of total no of invalid votes cast
		0



0	0	
---	---	--

Thanking You,
Yours faithfully,



Monalisa Datta

MonalisaDatta
Practising Company Secretary
Membership No.10040
CP No.13580

Date: 07.11.2022
Place: Kolkata
UDIN- **F010040D001528832**