



**Combined Scrutinizer's Report**  
*[Pursuant to Section 108 of Companies Act, 2013 and  
Companies(Management and Administration) Rules,2014 as amended]*

To,  
The Chairman,  
Annual General Meeting of the Equity  
Shareholders of **M/s Bhatkawa Tea Industries Limited**,  
held on 25<sup>th</sup> September, 2017 at 10.30 A.M. at  
Rotary Sadan, 94/2, Chowringhee Road,  
Kolkata-700020

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 and voting through physical ballot forms at the Annual General Meeting**

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, for the purpose of:
  - a. Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended and
  - b. Poll through polling paper under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of Companies (Management and Administration) Rules, 2014, on the Resolutions contained in the Notice of the Annual General Meeting of the Equity Shareholders of M/s Bhatkawa Tea Industries Limited, held on the 25<sup>th</sup> September, 2017 at 10.30 A.M. at Rotary Sadan, 94/2, Chowringhee Road, Kolkata-700020.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e, by remote e-voting and voting by poll at the AGM) for the resolutions contained in the notice of the Annual General Meeting of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e, by remote e-voting and voting by poll at the AGM) is restricted to make a consolidated Scrutinizers Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system and voting by poll at the AGM as mentioned above.
3. I have issued separate Scrutinizers Report of even date on the remote e-voting and on the poll on the resolutions contained in the notice of the Annual





General Meeting. I submit here with my consolidated Scrutinizer's Report on the results of voting by remote e-voting and voting by poll at the AGM.

The result of e-voting together with that of the poll is as under:-

<b>Resolution No. 1: Adoption of Audited Financial Statement, Reports of the Board of Directors and Auditors for the year ended 31st March, 2017. Passed as an Ordinary Resolution:</b>					
Votes in favour of the resolution		Votes against the resolution		Invalid votes	
No	%	No	%	No	%
1950114	100	Nil	Nil	Nil	Nil
<b>Resolution No. 2- Declaration of Dividend for the year ended 31.03.2017. Passed as an Ordinary Resolution:</b>					
Votes in favour of the resolution		Votes against the resolution		Invalid votes	
No	%	No	%	No	%
1950114	100	Nil	Nil	Nil	Nil
<b>Resolution No. 3- Appointment of M/s Das &amp; Prasad, Chartered Accountants, (Reg No. 303054E), as the Statutory Auditors of the Company. Passed as an Ordinary Resolution:</b>					
Votes in favour of the resolution		Votes against the resolution		Invalid votes	
No	%	No	%	No	%
1950114	100	Nil	Nil	Nil	Nil
<b>Resolution No. 4- Approval for re-appointment of Mr. Padmanabh Jalan (DIN - 01651268) as Whole-time Director of the Company for a period of three years w.e.f 1st April, 2017. Passed as an Special Resolution:</b>					
Votes in favour of the resolution		Votes against the resolution		Invalid votes	
No	%	No	%	No	%
1950114	100	Nil	Nil	Nil	Nil

Thanking You,  
Yours faithfully,

*Monalisa Datta*

Monalisa Datta  
Practising Company Secretary  
Membership No.30368  
CP No.13580

Date: 26<sup>th</sup> September, 2017  
Place: Kolkata







**SCRUTINIZER'S REPORT FOR E-VOTING**

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

Report to the Chairman of the Board of Directors of M/s **Bhatkawa Tea Industries Limited**, a Company incorporated under the Companies Act, 1956 and having its Registered Office at 2 Hare Street, Kolkata- 700001, (hereinafter referred to as '**the Company**') on the E-Voting conducted by the Company to pass the items on the agenda as contained in the Notice dated **August 14, 2017**.

1. Pursuant to the provisions of Clause 35B of the Listing Agreement and pursuant further to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 (the "Rules"), I was appointed as Scrutinizer by the Company on **August 14, 2016**, to scrutinize the E-Voting process for transacting the items of business as stated in the Notice of Annual General Meeting to be held on **September 25, 2017**.
2. On the basis of the Register of Members and the List of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on **September 21, 2017**, the Cutoff Date for the purpose of E-Voting, the Company completed dispatch of the Notice to all the shareholders in the permitted mode.
3. In terms of the aforesaid Notice, E-Voting was open for three days from **10:00 A.M. I.S.T on Friday, September 22, 2017 to 5:00 P.M. I.S.T on Sunday, September 24, 2017** and members were required to cast their votes electronically conveying their Assent or Dissent in respect of the Ordinary / Special Resolutions, on E-Voting platform provided by National Securities Depository Limited (NSDL).
4. As required in the Rules, I unlocked the E-Voting on the platform provided by NSDL after the completion of the E-Voting process on **Sunday, September 24, 2017** in the presence of Mr. Rajdeep Das and Ms. Kaberi Mondal.
5. Based on the reports generated from NSDL's e-voting website, 16 members have cast their votes on the E-Voting platform and the results of the e-voting are as under:





ORDINARY BUSINESS:

Item No. 1- Ordinary Resolution

Adoption of Audited Financial Statement, Reports of the Board of Directors and Auditors for the year ended 31st March, 2017.

	No of members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Votes in favour of the resolution	16	1948616	100%
Votes against the resolution	0	0	0
Invalid Votes	0	0	0

Item No. 2- Ordinary Resolution

Declaration of Dividend for the year ended 31.03.2017.

	No of members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Votes in favour of the resolution	16	1948616	100%
Votes against the resolution	0	0	0
Invalid Votes	0	0	0

Item No. 3- Ordinary Resolution

Appointment of M/s Das & Prasad, Chartered Accountants, (Reg No. 303054E), as the Statutory Auditors of the Company.

	No of members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Votes in favour of the resolution	16	1948616	100%
Votes against the resolution	0	0	0
Invalid Votes	0	0	0

SPECIAL BUSINESS

Item No. 4- Special Resolution

Approval for re-appointment of Mr. Padmanabh Jalan (DIN - 01651268) as Whole-time Director of the Company for a period of three years w.e.f 1<sup>st</sup> April, 2017.

	No of members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast





Votes in favour of the resolution	16	1948616	100%
Votes against the resolution	0	0	0
Invalid Votes	0	0	0

Thanking You,  
Yours faithfully,

Date: 26<sup>th</sup> September, 2017  
Place: Kolkata



*Monalisa Datta*

Monalisa Datta  
Practising Company Secretary  
Membership No.30368  
CP No.13580





**FORM No. MGT-13**

**Scrutinizer's Report**

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2)  
Of the Companies (Management and Administration) Rules, 2014]*

To,  
The Chairman,  
Annual General Meeting of the Equity  
Shareholders of **M/s Bhatkawa Tea Industries Limited**,  
held on 25<sup>th</sup> September, 2017 at 10.30 A.M. at  
Rotary Sadan, 94/2, Chowringhee Road,  
Kolkata-700020

Dear Sir,

I, Monalisa Datta appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the Annual General Meeting of the Equity Shareholders of M/s Bhatkawa Tea Industries Limited, held on 25<sup>th</sup> September, 2017 at 10.30 A.M. at Rotary Sadan, 94/2, Chowringhee Road, Kolkata-700020 submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked with due identification marks placed.

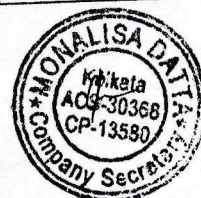
2. The locked ballot box was subsequently opened in due presence and in presence of two witnesses and poll papers were diligently scrutinized. 6 poll papers were found there.

3. The result of the Poll is as under:

a) Resolution No. 1- Adoption of Audited Financial Statement, Reports of the Board of Directors and Auditors for the year ended 31st March, 2017. Passed as an Ordinary Resolution:

(i) Voted in favour of the resolution:		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
6	1498	100

(ii) Voted against the resolution:		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast





0	0	0
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(iii) Invalid Votes:	
Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

b) Resolution No. 2- Declaration of Dividend for the year ended 31.03.2017. Passed as an Ordinary Resolution:

(i) Voted in favour of the resolution:		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
6	1498	100

(ii) Voted against the resolution:		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:	
Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

c) Resolution No. 3- Appointment of M/s Das & Prasad, Chartered Accountants, (Reg No. 303054E), as the Statutory Auditors of the Company. Passed as an Ordinary Resolution:

(i) Voted in favour of the resolution:		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
6	1498	100

(ii) Voted against the resolution:		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast





0	0	0
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(iii) Invalid Votes:	
Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

d) Resolution No. 4- Approval for re-appointment of Mr. Padmanabh Jalan (DIN - 01651268) as Whole-time Director of the Company for a period of three years w.e.f 1<sup>st</sup> April, 2017. Passed as an Special Resolution:

(i) Voted in favour of the resolution:		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
6	1498	100

(ii) Voted against the resolution:		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:	
Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

Thanking You,  
Yours faithfully,

*Monalisa Datta*

Monalisa Datta  
Practising Company Secretary  
Membership No.30368  
CP No.13580

Date: 26<sup>th</sup> September, 2017  
Place: Kolkata

