

## A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practising Company Secretary



## A. K. LABH & Co.

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

## **CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014]

**The Chairman  
of the 39<sup>th</sup> Annual General Meeting of  
Kanco Tea & Industries Limited  
Jasmine Tower, 3<sup>rd</sup> Floor  
31, Shakespeare Sarani  
Kolkata - 700 017**

*Dear Sir,*

I, Atul Kumar Labh, Practising Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 39<sup>th</sup> Annual General Meeting (“AGM”) of the members of “**Kanco Tea & Industries Limited**” (“Company”) held on Friday, the 5<sup>th</sup> day of August, 2022 at 02:00 P.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in terms of MCA Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 5<sup>th</sup> May, 2020, 02/2021 dated 13<sup>th</sup> January, 2021, 19/2021 dated 8<sup>th</sup> December, 2021, 21/2021 dated 14<sup>th</sup> December, 2021 and 02/2022 dated 5<sup>th</sup> May, 2022 (collectively referred as “MCA Circulars”) for the purpose of scrutinizing the electronic voting (“e-voting”) process through remote e-voting and e-voting at the AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 26<sup>th</sup> day of May, 2022. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM is restricted to make a Scrutinizer’s Report of the votes cast “in favour” or “against” the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India)



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Limited (“CDSL”), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.

I submit my report as under:

1. The remote e-voting period remained open from 09:00 A.M. IST on Tuesday, the 2<sup>nd</sup> day of August, 2022 up to 5:00 P.M. IST on Thursday, the 4<sup>th</sup> day of August, 2022.
2. The shareholders holding shares as on the “cut off” date, i.e. the 29<sup>th</sup> day of July, 2022 were entitled to vote on the proposed 9 (Nine) resolutions as mentioned in the Notice of the AGM dated the 26<sup>th</sup> day of May, 2022.
3. The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC / OAVM to cast the votes in case the same had not been cast by them through remote e-voting.
4. The votes were unblocked on Friday, the 5<sup>th</sup> day of August, 2022 around 03:00 P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108, Sarat Chatterjee Road, Howrah – 711102 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700060, who are not in employment of the Company.
5. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
6. The combined result of the remote e-voting and e-voting at the AGM [EVSN : 220701004] are as under:



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### <A> ORDINARY BUSINESS:

#### a) Resolution 1

**To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended 31st March, 2022, together with the reports of the Board of Directors and Auditors thereon**

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

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	70	3860210	
E-voting at AGM	0	0	
<b>Total</b>	<b>70</b>	<b>3860210</b>	<b>99.9995%</b>

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

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	1	18	
E-voting at AGM	1	3	
<b>Total</b>	<b>2</b>	<b>21</b>	<b>0.0005%</b>

(iii) **Invalid** Votes:

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>



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### b) Resolution 2

**To declare dividend of Rs. 7 per 7% Non-Cumulative Redeemable Preference Share (being 7% on Face Value of Rs. 100 per share) for the financial year ended 31st March, 2022**

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

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	69	3860192	
E-voting at AGM	0	0	
<b>Total</b>	<b>69</b>	<b>3860192</b>	<b>99.9990%</b>

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

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	2	36	
E-voting at AGM	1	3	
<b>Total</b>	<b>3</b>	<b>39</b>	<b>0.0010%</b>

(iii) **Invalid Votes:**

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
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### c) Resolution 3

**To declare dividend of Re. 1 per Equity Share (being 10% on Face Value of Rs. 10 per share) for the financial year ended 31st March, 2022**

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

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	70	3860210	
E-voting at AGM	0	0	
<b>Total</b>	<b>70</b>	<b>3860210</b>	<b>99.9995%</b>

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

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	1	18	
E-voting at AGM	1	3	
<b>Total</b>	<b>2</b>	<b>21</b>	<b>0.0005%</b>

(iii) **Invalid Votes:**

<b>Total number of members whose votes</b>	<b>Total number of votes cast by them</b>
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<i>were declared invalid</i>	
0	0

### d) Resolution 4 : Special Resolution

**To appoint a director in place of Mr. Govind Ram Banka (DIN: 00207395), who retires by rotation and being eligible, offers himself for re-appointment**

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

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	70	3860210	
E-voting at AGM	0	0	
<b>Total</b>	<b>70</b>	<b>3860210</b>	<b>99.9995%</b>

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

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	1	18	
E-voting at AGM	1	3	
<b>Total</b>	<b>2</b>	<b>21</b>	<b>0.0005%</b>

(iii) **Invalid Votes:**

<b>Total number of members whose votes</b>	<b>Total number of votes cast by them</b>
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<i>were declared invalid</i>	
0	0

### <B> SPECIAL BUSINESS:

#### e) Resolution 5 : Special Resolution

##### *Alteration of Articles of Association of the Company*

##### *(i) Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	68	3860174	
E-voting at AGM	0	0	
<b>Total</b>	<b>68</b>	<b>3860174</b>	<b>99.9985%</b>

##### *(ii) Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	3	54	
E-voting at AGM	1	3	
<b>Total</b>	<b>4</b>	<b>57</b>	<b>0.0015%</b>



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(iii) **Invalid Votes:**

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
0	0

### f) **Resolution 6 : Special Resolution**

**Appointment and Remuneration Payable to Mr. Umang Kanoria (DIN: 00081108) as the Managing Director of the Company**

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

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	67	3857424	
E-voting at AGM	0	0	
<b>Total</b>	<b>67</b>	<b>3857424</b>	<b>99.9273%</b>

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

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	4	2804	
E-voting at AGM	1	3	
<b>Total</b>	<b>5</b>	<b>2807</b>	<b>0.0727%</b>



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(iii) **Invalid Votes:**

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
0	0

**g) Resolution 7 : Special Resolution**

**Confirmation for continuation in payment of remuneration to Mrs. Anuradha Kanoria, (DIN: 00081172), Whole-time Director of the Company**

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

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	69	3860192	
E-voting at AGM	0	0	
<b>Total</b>	<b>69</b>	<b>3860192</b>	<b>99.9990%</b>

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

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	2	36	
E-voting at AGM	1	3	



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## A. K. LABH

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<b>Total</b>	<b>3</b>	<b>39</b>	<b>0.0010%</b>
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(iii) **Invalid Votes:**

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
0	0

### **h) Resolution 8 : Special Resolution**

**Appointment of Ms. Shruti Swaika (DIN: 07659238), as an Independent Director of the Company**

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

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	69	3860180	
E-voting at AGM	0	0	
<b>Total</b>	<b>69</b>	<b>3860180</b>	<b>99.9987%</b>

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

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	2	48	



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E-voting at AGM	1	3	
<b>Total</b>	<b>3</b>	<b>51</b>	<b>0.0013%</b>

(iii) **Invalid Votes:**

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
0	0

### i) **Resolution 9 : Ordinary Resolution**

**Ratification of remuneration payable to Cost Auditors**

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

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	66	3860126	
E-voting at AGM	0	0	
<b>Total</b>	<b>66</b>	<b>3860126</b>	<b>99.9973%</b>

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

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
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Remote e-voting	5	102	
E-voting at AGM	1	3	
<b>Total</b>	<b>6</b>	<b>105</b>	<b>0.0027%</b>

(iii) **Invalid Votes:**

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
0	0

- All the resolutions proposed hereinabove have been passed with requisite majority.
- The electronic data and e-voting registers shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly

For **A. K. LABH & Co.**

**Company Secretaries**

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ATUL KUMAR LABH  
Date: 2022.08.05  
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(CS A. K. LABH)

**Practising Company Secretary**

**FCS : 4848 / CP No. : 3238**

**UIN : S1999WB026800**

**PRCN : 1038/2020**

**UDIN : F004848D000751572**

**Place : Kolkata**

**Dated : 05.08.2022**



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*Witness:*

1. 

(Narayan Chandra Saha)  
108, Sarat Chatterjee Road  
Howrah - 711102



2. 

(Anushree Dasgupta)  
28/N, Dwijen Mukherjee Road, Behala  
Kolkata - 700060

**Received the Report of the Scrutinizer**  
**For Kanco Tea & Industries Limited**



(Umang Kanoria)  
Chairman

