

**Consolidated Scrutinizer's Report**  
**[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies**  
**(Management and Administration) Rules, 2014]**

To,  
The Chairman of the 34<sup>th</sup> Annual General Meeting of the Members of  
Kanco Tea & Industries Limited (the Company)  
Held on 3<sup>rd</sup> August, 2017, at  
Shripati Singhanian Hall, ROTARY SADAN,  
94/2, Chowringhee Road, Kolkata-700020

Dear Sir/Madam,

1. I, Priti Todi, Partner, M/s. PS & Associates, Practising Company Secretaries, have been appointed by the Board of Directors of the Company as the Scrutinizer for the purpose of scrutinizing the voting and remote e-voting process, in a fair and transparent manner, and ascertaining the results on voting and remote e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 (Act) and Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the Notice for the 34<sup>th</sup> Annual General Meeting (AGM) of the members of the Company held on 3<sup>rd</sup> August, 2017 at t "Shripati Singhanian Hall, ROTARY SADAN, 94/2, Chowringhee Road, Kolkata-700020.
2. The Management of the Company is responsible for ensuring the compliance with the requirements of the Act and Rules relating to voting through electronic means and voting at the AGM on the resolutions contained in the Notice for the AGM of the members of the Company.
3. My responsibility as a Scrutinizer, for the voting and remote e-voting process, is restricted to:
  - a. Conducting the voting at the AGM, as provided in clauses (a) to (h) of sub-rule (1) of rule 21 of the Rules as applicable, after the end of the discussions on all the resolutions and
  - b. To make a Consolidated Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions based on:
    - i. the reports generated from the E-voting system (and any physical ballots received by me from the shareholders of the Company) as provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by the Company to provide E-voting facility.
    - ii. Voting conducted at the AGM by use of ballot / polling paper.
4. Further to the above, I submit my report as under:-
  - i) The e-voting period remained open from Monday, 31st July, 2017 (9.00 am) and ended on Wednesday, 2<sup>nd</sup> August, 2017 (5:00 p.m.).
  - ii) The members of the Company as on the "cut-off" date i.e. 27th July, 2017 were entitled to vote on the resolutions (items nos 1 to 7) as set out in the Notice dated 3<sup>rd</sup> July, 2017, of the AGM of the members of the Company.
  - iii) The members who were present at the AGM but had not cast their votes by availing the remote e-voting facility, also voted at the end of the discussions at the AGM, by using ballot / polling paper.



- iv) Immediately after the conclusion of voting at the AGM, the votes cast at the AGM were verified and counted.
- v) Thereafter, the votes cast through remote e-voting were unblocked on 3<sup>rd</sup> August, 2017 in the presence of 2 witnesses, Mr. Manas Ranjan Das and Mrs. Swati Bajaj, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Witness No 1.

Witness No 2.

Signature: Manas Ranjan Das

Signature: [Handwritten Signature]

Name: Mr. Manas Ranjan Das

Mrs. Swati Bajaj

- vi) Thereafter, the results of the resolutions that were put to vote at the AGM, have been generated by consolidating the voting at the AGM and remote e-voting and are as under:

<b>Total Nos of <u>valid</u> Folios that have cast their vote</b>		<b>:</b>	<b>53</b>
<i>Breakup:</i>			
<i>Through remote e-voting</i>			27
<i>Voting at the AGM</i>			26
<b>Total No of Shares representing the <u>53 valid folios</u> that have voted</b>		<b>:</b>	<b>1285007</b>
<i>Breakup:</i>			
<i>Through remote e-voting</i>			1284836
<i>Voting at the AGM</i>			171
<b>Total No of Folios who have voted through physical ballot forms or ballot/ polling paper but are declared <u>invalid</u></b>		<b>:</b>	<b>03</b>
<i>Breakup:</i>			
<i>Through physical ballot forms</i>			Nil
<i>Through ballot/ polling paper</i>			03
<b>Total No of Shares representing the <u>03 invalid folios</u> declared invalid</b>		<b>:</b>	<b>Cannot ascertain (since some forms are not filled in)</b>
<i>Breakup:</i>			
<i>Through physical ballot forms</i>			Nil
<i>Through ballot/ polling paper</i>			-



**Item No. 1 (a):-**

Ordinary Resolution to consider and adopt the audited financial statement of the Company for the financial year ended 31st March 2017 the reports of the Board of Directors and Auditors thereon.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	1284781	171	1285007	99.996
Number of votes cast against	55	0	0	0.004
Number of votes that abstained	0	0	0	0
<b>Total</b>	<b>1284836</b>	<b>171</b>	<b>1285007</b>	<b>100.000</b>

**Item No. 1 (b):-**

Ordinary Resolution to consider and adopt the audited consolidated financial statement of the Company for the financial year ended 31st March 2017 and the report of the Auditors thereon.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	1284781	171	1285007	99.996
Number of votes cast against	55	0	0	0.004
Number of votes that abstained	0	0	0	0
<b>Total</b>	<b>1284836</b>	<b>171</b>	<b>1285007</b>	<b>100.000</b>

**Item No. 2:-**

Ordinary Resolution to consider declaration of dividend on 7 % Non Cumulative Redeemable Preference Shares for the financial year ended 31st March 2017.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	1284781	171	1285007	99.996
Number of votes cast against	55	0	0	0.004
Number of votes that abstained	0	0	0	0
<b>Total</b>	<b>1284836</b>	<b>171</b>	<b>1285007</b>	<b>100.000</b>



# PS & ASSOCIATES

practising company secretaries

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### Item No. 3:-

Ordinary Resolution to consider declaration of dividend on Equity Shares for the financial year ended 31st March 2017.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	1284831	171	1285007	100.00
Number of votes cast against	5	0	0	0.00
Number of votes that abstained	0	0	0	0
<b>Total</b>	<b>1284836</b>	<b>171</b>	<b>1285007</b>	<b>100.00</b>

### Item No. 4:-

Ordinary Resolution to appoint a director in place of Mr Umang Kanoria holding DIN 00081108 who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	1284775	171	1285007	99.995
Number of votes cast against	61	0	0	0.005
Number of votes that abstained	0	0	0	0
<b>Total</b>	<b>1284836</b>	<b>171</b>	<b>1285007</b>	<b>100.000</b>

### Item No. 5:-

Ordinary Resolution to appoint Jain Co Chartered Accountants Firm Registration No 302023E as Statutory Auditors of the Company and authorise the Board of Director to fix their remuneration.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	1284775	171	1285007	99.995
Number of votes cast against	61	0	0	0.005
Number of votes that abstained	0	0	0	0
<b>Total</b>	<b>1284836</b>	<b>171</b>	<b>1285007</b>	<b>100.000</b>



**Item No.6:-**

Ordinary Resolution to increase in the Authorised Share Capital and alteration of the Capital Clause in the Memorandum of Association of the Company

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	1284775	171	1285007	99.995
Number of votes cast against	61	0	0	0.005
Number of votes that abstained	0	0	0	0
<b>Total</b>	<b>1284836</b>	<b>171</b>	<b>1285007</b>	<b>100.000</b>

**Item No. 7:-**

Special Resolution to issue Bonus Shares

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	1284831	171	1285007	100.00
Number of votes cast against	5	0	0	0.00
Number of votes that abstained	0	0	0	0
<b>Total</b>	<b>1284836</b>	<b>171</b>	<b>1285007</b>	<b>100.00</b>

Thanking You,  
For P.S. & Associates



(Priti Todí), Partner  
C.P.No.7270, ACS:14611  
Date: 4<sup>th</sup> August 2017

