



DIANA TEA COMPANY LTD

Diana • Baintgoorie • Good Hope

Ref : D/ MKJ/BSE/2017

Date : August 12,2017

BSE LIMITED

Corporate Services

Phiroze Jeejebhoy Towers

25th Floor, Dalal Street

MUMBAI – 400 001

Dear Sir,

Re: Voting Result of 106th Annual General Meeting of the Company held on 12th August,2017

1. We send herewith Consolidated Voting Results(Remote e-voting and Poll Voting at the AGM venue) on the Resolutions forming part of the Notice of the said AGM of the Company held on 12th August,2017 at 10.30 a.m. at Gyan Manch Education Society Hall, 11, Pretoria Street, Kolkata-700071.
2. We have to further inform that Mr. Mohan Ram Goenka, Company Secretary in practice, Scrutinizer has submitted his Consolidated Report dated 12th August,2017 on Remote e-voting and Poll voting at the aforesaid AGM. A copy of the said report is also enclosed herewith.

Thanking you and assuring you of our best co-operation at all times.

Encl :a/a

Cc : Central Depository Services (India) Ltd.

17th Floor, P J Towers, Dalal Street,

Fort, Mumbai- 400 001

For Diana Tea Company Limited

MUKUND KUMAR JHA

COMPANY SECRETARY

AARES GROUP

Regd. Office : Sir RNM House (4th Floor), 3B, Lal Bazar Street, Kolkata - 700 001
Phone : 2248 8672, 4066 1590-93, Fax : 2248 7571 E-mail : contactus@dianatea.in
Website : www.dianatea.in CIN : L15495WB1911PLC002275

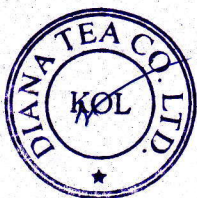
DIANA TEA COMPANY LIMITED

106TH ANNUAL GENERAL MEETING OF M/S DIANA TEA COMPANY LIMITED – DETAILS OF VOTING RESULTS		
	Date of the AGM	August 12,2017
	Total Number of Shareholders on record date	8059
	No. of shareholders present in the meeting either in person or through proxy :	
	Promoter & Promoter group	12
	Public	1244
	Total	1256
	No. of shareholders attended the meeting through Video Conferencing	N.A.
	Promoter & Promoter group	
	Public	
	Total	

Agenda-wise disclosure

Resolution No. 1 : Adoption of the Audited Financial Statement for the financial year ended March 31, 2017 and the Reports of the Directors and Auditors thereon.

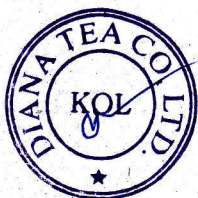
Resolution Required:			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?			0					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100



Promoter & Promoter Group	E-Voting	9194854	9194854	100.00000	9194854	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		9194854	100.00000	9194854	0	100.00000	
Public - Institutional holders	E-Voting	0	0		0	0		
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	E-Vote	5796146	8650	0.14920	8646	4	99.95380	0.04620
	Poll		1052	0.01810	1046	6	99.42970	0.57030
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		9702	0.16740	9692	10	99.89690	0.10310
Total		14991000	9204556	61.40055	9204546	10	99.99989	0.00011

Resolution No. 2 : Declaration of Dividend on Equity Shares.

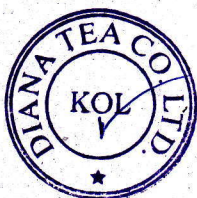
Resolution Required:			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?			0					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100



Promoter & Promoter Group	E-Voting	9194854	9194854	100.00000	9194854	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		9194854	100.00000	9194854	0	100.00000	
Public - Institutional holders	E-Voting	0	0		0	0		
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	E-Vote	5796146	8650	0.14920	8646	4	99.95380	0.04620
	Poll		1052	0.01810	1051	1	99.90490	0.09510
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		9702	0.16740	9697	5	99.94850	0.05150
Total		14991000	9204556	61.40055	9204551	5	99.99995	0.00005

Resolution No. 3 : Appointment of a Director in place of Mr. Sandeep Singhania (DIN: 00343837) who retires by rotation and being eligible, offer himself for re-appointment.

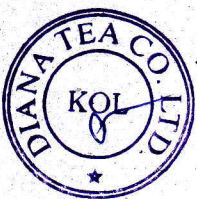
Resolution Required:			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?			0					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(



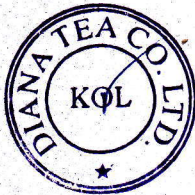
				(3)=[(2)/(1)]*100				2)]*100
Promoter & Promoter Group	E-Voting	9194854	9194854	100.0000	9194854	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		9194854	100.0000	9194854	0	100.00000	
Public - Institutional holders	E-Voting	0	0		0	0		
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institutional	E-Vote	5796146	8650	0.14920	8446	204	97.64160	2.35840
	Poll		1052	0.01810	1051	1	99.90490	0.09510
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		9702	0.16740	9497	205	97.88700	2.11300
Total		14991000	9204556	61.40055	9204351	205	99.99777	0.00223

Resolution No. 4: Ratification of appointment of M/s. Das & Prasad, Chartered Accountants, Statutory Auditors of the Company and to fix their remuneration.

Resolution Required:		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		0						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100



Promoter & Promoter Group	E-Voting	9194854	9194854	100.00000	9194854	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		9194854	100.00000	9194854	0	100.00000	
Public - Institutional holders	E-Voting	0	0		0	0		
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institutional	E-Vote	5796146	8650	0.14920	8646	4	99.95380	0.04620
	Poll		1052	0.01810	1051	1	99.90490	0.09510
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		9702	0.16740	9697	5	99.94850	0.05150
Total		14991000	9204556	61.40055	9204551	5	99.99995	0.00005



SCRUTINIZER'S REPORT

(Voting through Remote e-voting, and voting at the Annual General Meeting venue through polling paper/ballot paper)

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

To,

The Chairman of the 106th Annual General Meeting (AGM) of the Members of Diana Tea Company Limited (CIN: L15495WB1911PLC002275), held on Saturday, 12th August, 2017 at Gyan Manch Education Society Hall, 11, Pretoria Street, Kolkata-700 071 at 10:30 A.M.

Dear Sir,

1. I, Mohan Ram Goenka, a Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner of M R & Associates, was duly appointed as a Scrutinizer by the Board of Directors of Diana Tea Company Limited (the Company) for the purpose of Scrutinizing the process of voting through Remote e-voting and voting at the venue of Annual General Meeting through ballot paper / polling paper under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through Remote e-voting and voting at the Annual General Meeting venue through ballot paper / polling paper for the resolutions proposed in the Notice of 106th Annual General Meeting of the Members of the Company dated July 8th, 2017. My responsibility as a Scrutinizer for the process of voting through Remote e-voting and voting at the venue of Annual General Meeting through ballot paper / polling paper is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the 106th AGM of the Company, based on the report provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facility for voting through electronic means.
3. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility was kept open from Wednesday, 9th August, 2017 (10:00 a.m. IST) till Friday, 11th August, 2017 (5.00 p.m. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by Central Depository Services (India) Limited (CDSL).

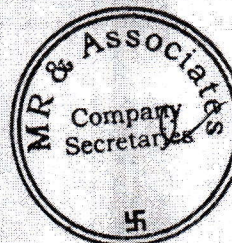
Our Office :

46, B. B. Ganguly Street, 4th Floor

R. No.: 6, Kolkata 700012,

E Mail: goenkamohan@hotmail.com

goenkamohan@gmail.com



Mobile No.9831074332

Phone No : 2237 9517

4. The Members holding equity shares as on the "cut-off date" i.e 5th August, 2017 were entitled to vote on the resolutions proposed in the Notice calling the 106th Annual General Meeting.
5. At the end of the remote e-voting period on Friday, 11th August, 2017 (5:00 P.M.), the voting portal of the service provider was blocked forthwith.
6. After transacting the business at the meeting, the Chairman ordered for voting at the AGM venue through ballot paper / polling paper for those Members who could not cast their vote through remote e-voting with the assistance of the Scrutinizer.
7. Immediately after the conclusion of voting at the venue of the AGM on the 12th day of August, 2017 the votes cast at the venue were counted, thereafter the votes cast through remote e-voting were unblocked in the presence of Mrs. Tanvee and Ms. Sneha Khaitan who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended. They have signed below in confirmation of the votes being unblocked in their presence.

Tanvee

Sneha

8. Thereafter, the details containing inter alia, list of the Members, who voted "for" or "against" on each of the resolution that were put to vote, were derived from the report generated from the e-voting website of Central Depository Services (India) Limited (CDSL) i.e. <https://www.evotingindia.com/> and based on such reports,

46 Members have cast their votes through remote e-voting;
105 Members have cast their votes through ballot paper / polling paper

The brief analysis of the results of the voting through Remote e-voting and voting at the Annual General Meeting venue through ballot paper / polling paper are as under:

Item No. 1 - Ordinary Resolution :

Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2017, together with the Report of the Board of Directors and Auditors thereon.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	43	9203500	75	1046	118	9204546	100.00
Dissent	3	4	2	6	5	10	0.00
Total	46	9203504	77	1052	123	9204556	100.00
Abstain / Invalid	-	-	28	283	-	-	-

Our Office :
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E Mail: goenkamohan@hotmail.com
goenkamohan@gmail.com



Mobile No.9831074332
Phone No : 2237 9517

MR & Associates

Company Secretaries

Item No. 2 - Ordinary Resolution :

Declaration of dividend on equity shares.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	43	9203500	76	1051	119	9204551	100.00
Dissent	3	4	1	1	4	5	0.00
Total	46	9203504	77	1052	123	9204556	100.00
Abstain / Invalid	-	-	28	283	-	-	-

Item No. 3 - Ordinary Resolution :

Re-appointment of Mrs. Sandeep Singhania (DIN 00343837) as Director

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	42	9203300	76	1051	118	9204351	99.99
Dissent	4	204	1	1	5	205	0.01
Total	46	9203504	77	1052	123	9204556	100.00
Abstain / Invalid	-	-	28	283	-	-	-

Item No. 4 - Ordinary Resolution :

Appointment of M/s. Das & Prasad, Chartered Accountants (ICAI Firm Registration Number – 303054E) as the Statutory Auditors of the Company

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Polling / Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	43	9203500	76	1051	119	9204551	100.00
Dissent	3	4	1	1	4	5	0.00
Total	46	9203504	77	1052	123	9204556	100.00
Abstain / Invalid	-	-	28	283	-	-	-

9. Based on the foregoing, the resolution no.(s) 1 to 4 shall be deemed to have been passed with the requisite majority.

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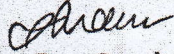
Phone No : 2237 9517

MR & Associates

Company Secretaries

All the relevant records relating to the voting is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the said AGM.

Thanking You,



Mohan Ram Goenka
Practising Company Secretary
C.P. No: 2551



Date : August 12, 2017

Place : Kolkata

Countersigned by:

Our Office :

46, B. B. Ganguly Street, 4th Floor

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