



DIANA TEA COMPANY LTD

Diana • Baintgoorie • Good Hope

Ref: DTCL/SS/BSE/24
Date: August 29, 2024

The Manager
The Corporate Relationship Department,
BSE Limited
1st Floor, New Trading Wing,
Rotunda Building
'Phiroze Jeejebhoy Towers',
Dalal Street,
Mumbai- 400 001

CC: Central Depository Services (India) Ltd
Marathon Futurex, A-Wing, 25th Floor
NM Joshi Marg, Lower Parel
Mumbai- 400013

Scrip Code: 530959

Dear Sir/Madam,

Sub: Voting Results of the 113th Annual General Meeting of the Company held on 28th August, 2024

The 113th Annual General Meeting ("AGM") of the Members of Diana Tea Company Limited was held on Wednesday, the 28th day of August, 2024 at 3:00 P.M. (IST), through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

In terms of the provisions of the Companies Act, 2013 (as amended) and Rules made thereunder read with the provisions of SEBI(Listing Obligation and Disclosure Requirements) Regulations, 2015, (as amended) ("Listing Regulations"), the Company has provided remote e-voting. Mr. Mohan Ram Goenka, Company Secretary in Practice, partner of M/s. MR & Associates, Company Secretaries was appointed as the Scrutinizer to scrutinize the remote e-voting in a fair and transparent manner.

In this regard, we are enclosing herewith the following:

1. Voting Results under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (**Annexure I**);
2. Consolidated Scrutinizer's Report dated August 29, 2024 pursuant to Section 108 of the Companies Act, 2013 (as amended) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) (**Annexure II**)

This is for your information and record.

Thanking You,

Yours faithfully,

For Diana Tea Company Limited

NAMRATA

SARAF

NAMRATA SARAF

COMPANY SECRETARY AND COMPLIANCE OFFICER

M. NO.: A40824

Encl.: a/a

Digitally signed by NAMRATA SARAF
DN: cn=NAMRATA SARAF, o=Diana Tea Company Limited, email=n.saraf@diantea.in, c=IN
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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 GST : 19AABCD1021G1Z8

DIANA TEA COMPANY LTD

AGM Attended and Voting Summary AGM

Format for Voting Result

Date of the AGM	28-Aug-24
Total Number of Shareholders on Record Date	7692
No. of Shareholders Present in the Meeting Either in Person or Through Proxy :	
Promoter & Promoter Group	
Public	
Total	
No. of Shareholders Attended the Meeting Through Video Conferencing :	
Promoter & Promoter Group	2
Public	113
Total	115

1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon							
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?		No						
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	Remote Evoting	9194854	9194116	99.9920	9194116	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		9194116	99.9920	9194116	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	14742	0	0.0000	0	0		
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Evoting	5781404	9051	0.1566	8454	597	93.4040	6.5960
	Evoting at AGM		12886	0.2229	12886	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		21937	0.3794	21340	597	97.2786	2.7214
Total		14991000	9216053	61.4772	9215456	597	99.9935	0.0065



2		To appoint a Director in place of Mrs. Sarita Singhania (DIN: 00343786) who retires by rotation and being eligible, offer herself for re-appointment						
Whether Promoter / Promoter Group Are Interested in The Agenda / Resolution ?			Yes					
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	Remote Evoting	9194854	8693625	94.5488	8693625	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		8693625	94.5488	8693625	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	14742	0	0.0000	0	0		
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Evoting	5781404	9029	0.1562	8237	792	91.2283	8.7717
	Evoting at AGM		12886	0.2229	12886	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		21915	0.3791	21123	792	96.3860	3.6140
Total		14991000	8715540	58.1385	8714748	792	99.9909	0.0091

The Ordinary Resolution / Resolutions as set out in the AGM Notice dated 29.07.2024 has been passed by the Members by requisite majority.





MR & Associates

COMPANY SECRETARIES
(Peer Reviewed Firm)

46, B. B. Ganguly Street, 406, Kolkata - 700 012

Tel No: 033 2237 9517 / 4007 7907

Email : mrosso1996@gmail.com / goenkamohan@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

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

To,

The Chairman of the **One Hundred and Thirteenth (113th) Annual General Meeting (AGM)** of the Members of **DIANA TEA COMPANY LIMITED** (CIN: L15495WB1911PLC002275), held on Wednesday, the 28th day of August, 2024 at 3.00 P.M (IST) through Video Conferencing ("VC") /Other Audio Visual Means("OAVM").

Dear Sir,

1. I, Mohan Ram Goenka, Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner of MR & 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 (i) remote e-voting (i.e., voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM) and (ii) e-voting during AGM (process of e-voting at the AGM through electronic voting system) on the resolutions contained in the notice dated July 29, 2024 ("Notice") convening the 113th AGM issued in accordance with General Circulars No. 14/2020, No. 17/2020, No. 20/2020 and No. 02/2021 dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021 respectively and by General Circular No. 2/2022 dated May 3, 2022 and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 (hereinafter, collectively referred as the "MCA Circulars") read with the SEBI Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, No. SEBI/HO/CFD/CMD2/CIR/P/2021/11, No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023 respectively, issued by the Securities and Exchange Board of India (collectively referred to as 'SEBI Circulars') which permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. The AGM was convened on Wednesday, 28th August, 2024 at 3.00 P.M IST through VC / OAVM.
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 modes on the resolutions proposed in the Notice of Annual General Meeting of the Members of the Company dated July 29, 2024. My responsibility as a Scrutinizer for the e-voting process (i.e., through remote e-voting and e-voting during AGM) 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 AGM of the Company, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facility for voting through electronic means and the documents furnished to me electronically for my verification.



3. The Members holding ordinary shares as on the "cut-off date" i.e. **Wednesday, August 21 2024** were entitled to vote on the resolutions proposed in the Notice calling the Annual General Meeting.
4. 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 **Sunday, August 25, 2024 (09:00 a.m. IST) till Tuesday, August 27, 2024 (5.00 p.m. IST)** and pursuant to MCA Circulars referred above, the Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier 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 CDSL.
5. After the closure of remote e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and were counted.
6. The votes cast through remote e-voting were unblocked in the presence of two witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
7. Based on the results made available to me, 117 members have casted their votes through remote e-voting platform and 62 members have casted their votes through e-voting during AGM. The brief analysis of the results of the voting through Remote e-voting and e-voting at the Annual General Meeting, based on the report generated by CDSL, scrutinized on test-check basis and relied upon by me, are as under:

Item No. 1- Ordinary Resolution:

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2024 together with the Reports of the Board of Directors and Auditors thereon.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	165	9215456	165	9215456	99.99
Dissent	14	597	14	597	0.01
Total	179	9216053	179	9216053	100.00
Abstain / Invalid	0	0	0	0	0

Item No. 2 - Ordinary Resolution:

To appoint a Director in place of Mrs. Sarita Singhania (DIN: 00343786) who retires by rotation and being eligible, offer herself for re- appointment.



Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	161	8714748	161	8714748	99.99
Dissent	14	792	14	792	0.01
Total	175	8715540	175	8715540	100.00
Abstain / Invalid	4	500513	-	-	-

*Mrs. Sarita Singhania being interested in the said resolution, so her votes have not been taken into account.

8. Based on the foregoing, the resolution no.(s) 1 and 2 shall be deemed to have been passed with requisite majority.

All the relevant records / electronic data relating to the e-voting are 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.

For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 5598/2024

Place : Kolkata
Date : 29.08.2024




[M R Goenka]

Partner

C P No.: 2551

UDIN No.: F004515F001074606

Countersigned by:-

NAMRAT
A SARAF

Digitally signed by NAMRATA SARAF
DN: c=IN, o=Personal, postalCode=700067, st=West Bengal, street=Northem heights, Block 4 Flat 401B, 1052a atadanga main road, 18E-0346,
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c041714701e7eab59800e02e,
serialNumber=c031a4e08635d1f1a0719b7c36fb61b
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