

PRAMOD AGARWAL & CO.  
Company Secretaries

BAGREE MARKET  
71, CANNING STREET  
4<sup>TH</sup> FLOOR, R.N.C-459  
KOLKATA-700001  
PH.NO.4005-2098

**SCRUTINIZER'S REPORT**

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 (3) (xi) of the Companies  
(Management and Administration) Rules, 2014]

To,  
THE CHAIRMAN  
BATELI TEA CO LTD.  
130 COTTON STREET,  
Kolkata - 700 007 (W.B.)

**SUBJECT : Report on the e-Voting Process for the Annual General Meeting of  
BATELI TEA CO LTD**

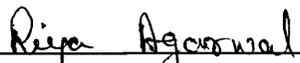
Dear Sir,

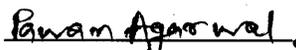
I, Pramod Agarwal, a Company Secretary in practice, holding Membership Number FCS 5895 and Certificate of Practice Number 4193 and Proprietor of PRAMOD AGARWAL & CO., Company Secretaries at 71, Canning Street, "Bagri Market", 4<sup>th</sup> floor, Room No C459, Kolkata- 700001 have been appointed by the Board of Directors of M/s BATELI TEA CO LTD as a Scrutinizer for conducting the e-voting process for the Annual General Meeting of the Company to be held on 30<sup>th</sup> September 2014.

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 on the resolutions contained in the Notice of the Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make Scrutinizer's Report of the votes cast "in favor" or "against" the resolution stated, based on the reports generated from the E-voting system provided by the Central Depository Services Limited (CDSL), the authorized agency to provide E-voting facilities, engaged by the Company.

Further to the above, I submit my report as under:-

- I. The e-voting period remained open from Tuesday, 23<sup>RD</sup> September, 2014 (9.00 A.M) to Thursday, 25<sup>th</sup> September, 2014 (6:00 P.M).
- II. The members of the Company as on the "cut-off" date i.e. 22<sup>nd</sup> Aug, 2014 were entitled to vote on the resolutions (items no. 1 to 8 as set out in the notice of the AGM of the Company).
- III. The votes cast were unblocked on September 26<sup>th</sup>, 2014 in the presence of two witnesses, Ms. Riya Agarwal and Mr. Pawan Agarwal who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
Name: Riya Agarwal

  
Name: Pawan Agarwal

- IV. Thereafter, the details *inter alia*, list of Equity Share Holders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services Limited i.e., <http://www.evotingindia.com> and based on such reports generated, the results of the e-voting are as under:



Resol ution No	Subject matter of the Resolution	Total No of shares through E- voting	Assent/in favour of		Dissent/against	
			No of Votes through e- Voting	% of votes in favour of votes through e- voting	No of Votes through E- voting	% of votes against on votes through E-voting
01	Consider Approve & Adoption of Audited Balance Sheet as at March 31, 2014, the Statement of Profit and Loss for the year ended March 31, 2014 and Reports of the Board of Directors and Auditors of the Company. (Ordinary Resolution)	178114	178114	100	0	0
02	Appointment of Mr. Manish Dalmia who retires by rotation, being eligible offers himself for re-appointment. (Ordinary Resolution)	178114	178114	100	0	0
03	Appointment of Statutory Auditors (Ordinary Resolution)	178114	178114	100	0	0
04	Appointment of Mr. Rajinder Prasad Jain as a non-executive Independent Director of the Company (Ordinary Resolution)	178114	178114	100	0	0
05	Appointment of Mr. Pawan Kumar Kayan as a non-executive Independent Director of the Company (Ordinary Resolution)	178114	178114	100	0	0



06	Appointment of Mrs Bhagwati Devi Dalmia, as a Woman Director of the company liable to retire by rotation. (Ordinary Resolution)	178114	178114	100	0	0
07	To mortgage/ Charge and/or also to create liens and all other encumbrances and whatsoever nature on all or any other encumbrances of whatsoever nature on all or any of the Company's immovable and movable properties, (Special Resolution)	178114	178114	100	0	0
08	To borrow, from time to time, such sum or sums of money as they may deem necessary for the purpose of the business of the Company (Special Resolution)	178114	178114	100	0	0

You may accordingly declare the result of the e-voting.

Thanking you,

Yours Faithfully,

For M/s PRAMOD AGARWAL & CO.  
Practising Company Secretaries

*P. Agarwal*



(CS PRAMOD AGARWAL- Proprietor)

SCRUTINIZER

MEMBERSHIP NO.: 5895

C. P.: No. 4193

Place : Kolkata

Dated : 27<sup>TH</sup> September, 2014