

A. K. LABH

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

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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 Chairperson
of the 71st Annual General Meeting of
Jay Shree Tea & Industries Limited
"Industry House"
10, Camac Street
Kolkata-700017

Dear Sir,

I, Atul Kumar Labh, Practicing 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 71st Annual General Meeting of the members of "**Jay Shree Tea & Industries Limited**" ("**Company**") held on Monday, 31st July, 2017 at "Kala Kunj", 48, Shakespeare Sarani, Kolkata - 700017 at 10:30 A.M. for the purpose of scrutinizing the remote e-voting and voting through physical ballot process 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 and Rules relating to remote e-voting and voting through physical ballot process on the resolutions contained in the Notice of the Annual General Meeting dated 8th May, 2017. My responsibility as a scrutinizer for remote e-voting and voting through physical ballots 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) Limited (CDSL) and of voting through physical ballots as provided by M/s. Maheshwari Datamatics Private Limited, the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.



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I submit my report as under:

1. The remote e-voting period remained open from 9.00 A.M. IST on Friday, the 28th July, 2017 up to 5.00 P.M. IST on Sunday, the 30th July, 2017.
2. The Shareholders holding shares as on the "cut off" date, i.e. 24th July, 2017 were entitled to vote on the proposed 7 (Seven) resolutions as mentioned in the notice dated 8th May, 2017 of the Annual General Meeting of the Company.
3. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.
4. The locked ballot boxes were subsequently opened in my presence and poll/ballot papers were diligently scrutinized. The poll/ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
5. The votes were unblocked on Monday, the 31st July, 2017 around 12:15 PM after the completion of the Annual General Meeting in the presence of two witnesses, namely, Mr. Asit Kumar Labh, 71, N. D. Road, Kolkata - 700008 and Ms. Amrita Sampat, residing at 59, Kalicharan Ghosh Road, Kolkata - 700050 who are not in employment of the Company.
6. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
7. The combined result of the remote e-voting [EVSN : 170623006] and votes casted through physical ballot papers distributed at the AGM venue are as under:



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<A> ORDINARY BUSINESS:

a) Resolution 1

To consider and adopt the Audited Financial Statement for the Financial Year ended 31.03.2017 and the Reports of the Board of Directors and Auditors thereon

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	30	15251278	
Voting by ballot	3	3	
Total	33	15251281	99.99999%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	2	
Voting by ballot	0	0	
Total	2	2	0.00001%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
8	9



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b) Resolution 2

To consider declaration of dividend by the Company, as recommended by the Board of Directors for the Financial Year ended March 31, 2017

(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	31	15251284	
Voting by ballot	3	3	
Total	34	15251287	99.99999%

(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	2	2	
Voting by ballot	0	0	
Total	2	2	0.00001%

(iii) *Invalid Votes:*

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

To appoint a Director in place of Mrs. Jayashree Mohta (holding DIN-01034912), who retires by rotation and is eligible for re- appointment

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	31	15251284	
Voting by ballot	3	3	
Total	34	15251287	99.99999%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	2	
Voting by ballot	0	0	
Total	2	2	0.00001%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
8	9



**d) Resolution 4**

To appoint M/s S. R. Batliboi & Co. LLP, Chartered Accountants (Firm Registration No.- 301003E/E300005) as Statutory Auditors of the Company for the year 2017-18 and to hold office from the conclusion of this Annual General Meeting until the conclusion of the 76th Annual General Meeting of the Company and to fix their remuneration

(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	30	15251278	
Voting by ballot	3	3	
Total	33	15251281	99.99999%

(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	2	2	
Voting by ballot	0	0	
Total	2	2	0.00001%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
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 SPECIAL BUSINESS:

e) Resolution 5 : Special Resolution

Re-appointment of Mr. Vikash Kandoi, Whole-time Director under the designation "Executive Director" for a term of three years w.e.f. 01.04.2018

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	30	15251278	
Voting by ballot	3	3	
Total	33	15251281	99.99999%

(ii) *Voted against the Resolution:*

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	2	
Voting by ballot	0	0	
Total	2	2	0.00001%

(iii) *Invalid Votes:*

Total number of members whose votes were declared invalid	Total number of votes cast by them
8	9



**f) Resolution 6 : Special Resolution**

To approve continuation of employment of Mr. D. P. Maheshwari, Managing Director

(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	31	15251284	
Voting by ballot	3	3	
Total	34	15251287	99.99999%

(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	2	2	
Voting by ballot	0	0	
Total	2	2	0.00001%

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
8	9



**g) Resolution 7 : Ordinary Resolution****Approval of the remuneration of the Cost Auditor of the Company for the year 2017-18***(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	31	15251284	
Voting by ballot	3	3	
Total	34	15251287	99.99999%

(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	2	2	
Voting by ballot	0	0	
Total	2	2	0.00001%

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
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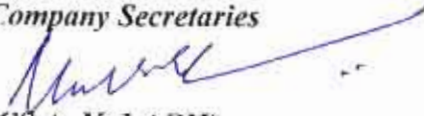
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7. All the resolutions proposed hereinabove have been passed with requisite majority.
8. The physical ballot forms, remote e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairperson of the 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


(CS A. K. LABH)
Practicing Company Secretary
FCS - 4848 / CP No. - 3238



Place: Kolkata
Dated: 31.07.2017

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Witness :

1. *Asit Kumar Labh*

(Asit Kumar Labh)

71, N. D. Road

Kolkata - 700008

2. *Amrita Sampat*

(Amrita Sampat)

59, Kalicharan Ghosh Road

Kolkata - 700 050



Received the Report of the Scrutinizer
For Jay Shree Tea & Industries Limited

(R. K. Ganeriwala)
President, CFO & Secretary