



# JOONKTOLLEE TEA & INDUSTRIES LTD.

CIN NO. : L01132WB1900PLC000292

January 9, 2016

**Bombay Stock Exchange Limited**  
Corporate Relations Department  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001

Sub : Declaration of results of the Postal Ballot under Regulation 44(3) of the SEBI (Listing Obligation & Disclosure requirement) Regulations, 2015

Dear Sirs,

**Scrip Code : 538092**

The Board of Directors of the Company had sought the approval of the shareholders of the Company through Postal Ballot Process in terms of the Provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies ( Management and Administration) Rules, 2014 by way of Special Resolution pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 and allied rules made thereunder, for amendment and adoption of Articles of Association of the Company, as per details set out in the Postal Ballot Notice dt. 06-11-2015, alongwith the explanatory statement thereto.

Ms. Sweety Kapoor, Practicing Company Secretary (FCS No. 6410, CP No. 5738) was appointed as Scrutinizer for conducting Postal Ballot Process and has submitted her report dt. 08-01-2016 which is enclosed.

The voting details are annexed herewith in the prescribed format.

Please take the information on record.

Thanking You,

Yours faithfully,  
For **JOONKTOLLEE TEA & INDUSTRIES LTD.**

*Sharad Baghel*

Manager (Finance) & Company Secretary

Encl : As above.

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21, STRAND ROAD, KOLKATA - 700 001

☎ : +91 (33) 2230-9601 (4 lines), Fax : +91 (33) 2230 2105, E-mail : info@joonktolleetea.in, Website : www.joonktolleetea.in

TEA ESTATES : JOONKTOLLEE • JAMIRAH • NILMONI • GOOMANKHAN • PULLIKANAM • COFFEE ESTATE : COWCOODY  
RUBBER ESTATES : CHEMONI • ECHIPARA & PUDUKAD

**JOONKTOLLEE TEA & INDUSTRIES LTD.**

**Details of Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Date of declaration of Postal Ballot Results	9th January, 2016
Total number of shareholders on record date/ cut-off date for e-voting purpose i.e 6th November, 2015	4767
No. of shareholders present in the meeting either in person or through proxy : Promoters and Promoter Group Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing Promoters and Promoter Group Public	Not Applicable

**Item No 1 - Agenda-wise disclosure (to be disclosed separately for each agenda item)**

Resolution required: (Ordinary/Special)	Special Resolution for amendment and adoption of Articles of Association
Mode of Voting	Postal Ballot and E-Voting
Remarks	The resolution has been approved with requisite majority
Whether promoter/promoter group are interested in the agenda/resolution /	No

Category	Mode of Voting	No. of shares held	No. votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes in favour	No. of votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
<b>Promoter and Promoter Group</b>	E-Voting		(2) 2903382	93.4724	(4) 2903382	(5) -	(6)=[(4)/(2)]* 100 100.0000	(7)=[(5)/(2)]* 100 0.00
	Poll	3106138	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		3106138	2903382	93.4724	2903382	-	100.0000
<b>Public-Institutions</b>	E-Voting		-	-	-	-	-	-
	Poll	249947	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		249947	-	-	-	-	-
<b>Public-Non Institutions</b>	E-Voting		48735	6.1995	48735	-	100.0000	0.00
	Poll	786116	-	-	-	-	-	-
	Postal Ballot		4341	0.5522	4335	6	99.8618	0.1382
	<b>Total</b>		786116	6.7517	53070	6	99.9887	0.0113
<b>Total</b>		<b>4142201</b>	<b>2956458</b>	<b>71.3970</b>	<b>2956452</b>	<b>6</b>	<b>99.9998</b>	<b>0.0002</b>

Note : Invalid 15 Postal Ballot Forms for 948 votes have not been taken into account for counting of votes.

CERTIFIED TRUE COPY  
For JOONKTOLLEE TEA & INDUSTRIES LTD.

*Sharad Baghel*  
Company Secretary



**SCRUTINIZER'S REPORT**

The Chairman  
Joonktollee Tea & Industries Limited  
21, Strand Road  
Kolkata - 700 001

**Subject: Passing of Special Resolution through Postal Ballot/ E-Voting in accordance with the provisions of Section 110 and other applicable provisions of the Companies Act, 2013 ("Act, 2013") read with Rule 22 of the Companies (Management & Administration) Rules, 2014 ("Rules") (including any statutory modification, amendment to or re-enactment thereof) – Report on E-Voting and Postal Ballots received manually.**

Dear Sir,

1. I, Sweety Kapoor, Practising Company Secretary, holding Membership Number FCS-6410 and Certificate of Practice Number 5738, was appointed as Scrutinizer by the Board of Directors ("The Board") of Joonktollee Tea and Industries Limited ("The Company") at their meeting held on 6<sup>th</sup> November, 2015 for the purpose of scrutinizing the voting by Postal Ballot & e-voting in respect of passing of the resolution contained in the Postal Ballot Notice dt. 6<sup>th</sup> November, 2015.
2. The Company engaged Central Depository Services (India) Limited ("CDSL") as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The Service Provider provided a system for recording the votes of the Shareholders electronically on the resolution mentioned in the notice dated 6<sup>th</sup> November, 2015 sought to be transacted through postal ballot. Central Depository Services (India) Limited ("CDSL") had set up e-voting facility on their website: [www.evotingindia.com](http://www.evotingindia.com). The Company had uploaded the item of the business to be transacted to cast their vote through e-voting.
3. As on the cut-off date, there were 4,767 Shareholders of the Company. The Postal Ballot Notice alongwith self addressed pre-paid postage envelopes were sent in physical form to 3,110 Shareholders and through email to 1,657 Shareholders.
4. The Postal Ballot Notice dt. 6<sup>th</sup> November, 2015 contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.
5. The e-voting facility was kept open from 3<sup>rd</sup> December, 2015 @ 9.00 A.M. to 2<sup>nd</sup> January, 2016 @ 5.00 P.M for 30 days.

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For JOONKTOLLEE TEA & INDUSTRIES LTD.

*Sharad Baghel*  
Company Secretary



6. Pursuant to Rule 20(3) (v) of Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published in Business Standard, English Newspaper dated 3<sup>rd</sup> December, 2015 and in Aajkal, Bengali Newspaper dated 3<sup>rd</sup> December, 2015.
7. At the end of the voting period on 2<sup>nd</sup> January, 2016 at 5.00 P.M. the voting portal of the service provider was blocked forthwith. On 5<sup>th</sup> January, 2016 the votes cast through e-voting facility was duly unblocked by me as Scrutinizer in the presence of Mrs. Shruti Somani and Miss Semanti Putatunda who acted as the witnesses, as prescribed in sub rule 3 (xi) of said Rule 20 of the Companies (Management and Administration) Rules, 2014.
8. The postal ballot forms were kept under safe custody before commencing the scrutiny of such postal ballot forms.
9. The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company/ List of Beneficiaries as on 6<sup>th</sup> November, 2015. We have relied on the information provided & records maintained by the RTA of the Company in relation to details regarding number of shares & signatures.
10. All postal ballot forms received upto the close of working hours on 2<sup>nd</sup> January, 2016, the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny. Envelopes containing postal ballot forms received after 2<sup>nd</sup> January, 2016 were not considered for my scrutiny.
11. Particulars of all postal ballot forms received from the shareholders and votes cast by electronic means have been maintained in a separate register in electronic mode .
12. During the course of scrutiny, I didn't find any defaced or mutilated ballot paper.

**The results of the postal ballot process is as under-**

**Special Resolution –Amendment and adoption of Articles of Association**

(i) Voted in favour of the resolution

Particulars (remote e-voting/ Voting through postal ballot)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + Voting through postal ballot)
Remote E- Voting	24	2,952,467	99.8650
Voting through Postal Ballot	54	3,985	0.1348
<b>Total (remote e- voting + Voting through postal ballot)</b>	<b>78</b>	<b>2,956,452</b>	<b>99.9998</b>

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For JOONKTOLLEE TEA & INDUSTRIES LTD.

*Sharad Baghel*  
Company Secretary





## (II) Voted against the resolution

Particulars (remote e-voting/ Voting through postal ballot)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + Voting through postal ballot)
Remote E- Voting	NIL	NIL	NIL
Voting through Postal Ballot	3	6	0.0002
<b>Total (remote e- voting + Voting through postal ballot)</b>	<b>3</b>	<b>6</b>	<b>0.0002</b>

## (III) Invalid Votes

Particulars (remote e-voting/ Voting through postal ballot)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	NIL	NIL
Voting through Postal Ballot	15	948
<b>Total (remote e-voting + Voting through postal ballot)</b>	<b>15</b>	<b>948</b>

Thus based on the results above, and considering the provisions of Companies Act, 2013 and Rules, 2014, I hereby report the following:-

As the number of votes cast in favour of the resolution is more than three times the votes cast against the same as shown in the table above, the Special Resolution under applicable provisions of Companies Act, 2013 and Rules made there under have been passed with requisite majority. Hence, the Resolution is deemed to be passed with requisite majority.

The results of the voting by Postal Ballot in respect of the resolution referred to above may accordingly be declared.

CERTIFIED TRUE COPY  
For JOONKTOLLEE TEA & INDUSTRIES LTD.

*Sharad Baghel*  
Company Secretary



I will hand over the postal ballot and other related papers/ registers and records for safe custody to the Company Secretary authorized by the Board to supervise the postal ballot process.

I thank you for the opportunity given to me to act as Scrutinizer for the above mentioned postal ballot process.

Thanking you,

Yours faithfully



**SWEETY KAPOOR**  
Practicing Company Secretary  
FCS – 6410; COP – 5738

Place: Kolkata  
Date: 08/01/2016

**Witness: 1**

Signature: *Shruti Somani*

**Shruti Somani**  
P-203, Block-B, Laketown  
Kolkata – 700 089

**Witness: 2**

Signature: *Semanti Putatunda*

**Semanti Putatunda**  
40C, South Sinthee Road  
Kolkata – 700 050

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For JOONKTOLLEE TEA & INDUSTRIES LTD.

*Shraad Baghel*  
Company Secretary