



SCRUTINIZER'S REPORT

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

To,
**THE CHAIRMAN,
M/S TYROON TEA CO LTD
"MCLEOD HOUSE"
3, NETAJI SUBHAS ROAD,
KOLKATA-700001**

Sub: REPORT OF THE SCRUTINIZER(E- VOTING) OF TYROON TEA LTD.

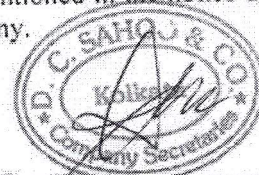
Dear Sir,

I, DHRUBA CHARAN SAHOO (ACS-14008, CP-5508), Proprietor of M/s. D.C. SAHOO & CO, Practicing Company Secretaries, Kolkata has been appointed as Scrutinizer in connection with Annual General Meeting of the Members of M/s. TYROON TEA CO LTD ('the Company') held on Tuesday the 27th day of September, 2016 at 3.00 P.M. at Bharitya Bhasa Parisad , 36A, Shakespeare Sarani, Kolkata-700017 for the purpose of scrutinizing the E-Voting process in a fair and transparent manner and ascertaining the requisite majority on remote e-voting carried out as per provisions of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended on the resolutions as 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 voting through electronic means on the resolutions contained in the notice of the Annual General Meeting dated the 12th August, 2016. Our responsibility as a scrutinizer is restricted to ensure that the E-voting Process conducted in a fair and transparent manner and 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 National Securities Depositories Limited (NSDL) (hereinafter referred to as the "Service Provider") and the Registrar and share transfer agent of Company M/s. R & D Infotech Private Limited, the agencies engaged by the Company to provide e-voting facilities.

We submit our report as under:

1. The e-voting period remained open from 9.00 A.M. IST on Saturday , 24th day of September, 2016 up to 5.00 P.M. IST on Monday , 26th day September, 2016.
2. The Shareholders holding shares as on the "cut off" date, i.e. 20th day of September, 2016 were entitled to vote on the proposed 4 (Four) resolutions as mentioned in the notice dated 12th Day of August, 2016 of the Annual General Meeting of the Company.



3. The votes were unblocked on 27th day of August, 2016 at 6.25 PM. IST in the presence of two witnesses, namely, Mr. Vivek Kumar residing at 54/2 Regent Colony, Tollygunge, Kolkata-700040 and Mr. Sudipta Maity, residing at 10B, Mohandra Roy Lane, Kolkata-700046 as witnesses who are not in employment of the company.
4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-Voting website of National Securities Depository Limited (NSDL) (<https://www.evoting.nsdl.com>)
5. The result of the remote e-voting [EVEN : 104802] are as under:

A. ORDINARY BUSINESS:

- a) **RESOLUTION-1**
To receive, consider and adopt the audited Balance Sheet as at 31st March, 2016 and Profit & Loss Account for the year ended on that date together with the reports of the Auditors and Directors. (Ordinary Resolution):

i) *Voted in favour of Resolution:*

Mode of Voting	Number of Shareholders voted	Number of votes cast by them	% of total number of valid votes cast in favour.
Remote e-voting	11	2251519	99.99987%
Total	11	2251519	

ii) *Voted against the Resolution:*

Mode of Voting	Number of Shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	3	0.00013%
Total	3	3	



b) RESOLUTION NO-2:

To Appoint a director in place of Mr. Anirudha Jalan (DIN-02610396) who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)

i) Voted in favour of Resolution:

Mode of Voting	Number of Shareholders voted	Number of votes cast by them	% of total number of valid votes cast in favour.
Remote e-voting	11	2251519	99.99987%
Total	11	2251519	

ii) Voted against the Resolution:

Mode of Voting	Number of Shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	3	0.00013%
Total	3	3	

c) RESOLUTION NO-3:

RATIFICATION OF APPOINTMENT OF AUDITORS:

“RESOLVED THAT M/s. Lodha & Co. Chartered Accountants, Kolkata having Firm Registration No.301051E (who were appointed by the members up to the conclusion of the Annual General Meeting to be held in the year 2017 as Statutory Auditors of the Company) be and is hereby ratified until the conclusion of the next Annual General Meeting of the Company, on such remuneration as may be decided by the Board of Directors of the Company.”

i) Voted in favour of Resolution:

Mode of Voting	Number of Shareholders voted	Number of votes cast by them	% of total number of valid votes cast in favour.
Remote e-voting	11	2251519	99.99987%
Total	11	2251519	





ii) *Voted against the Resolution:*

Mode of Voting	Number of Shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	3	0.00013%
Total	3	3	

B) SPECIAL BUSINESS

d) **RESOLUTION 4:**

APPOINTMENT OF MR. UMMEDMAL BANTHIA AS A NON-EXECUTIVE INDEPENDENT DIRECTOR

“Resolved that pursuant to the provisions of sections 149, 150, 152, 161 and other applicable provisions of the Companies Act, 2013 and rules made there under Mr. Ummedmal Banthia holding DIN 07314632 was appointed as an additional Director of the Company and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director of the Company be and is hereby appointed as a Nonexecutive Independent Director of the Company to hold office for term of five consecutive years from the conclusion of this Annual General Meeting whose period of Office shall not be liable to be determined by retirement of Director by rotation and to receive remuneration by way of fees, reimbursement of expenses for participation in the Board and other meetings as may be determined by the Board from time to time”.

i) *Voted in favour of Resolution:*

Mode of Voting	Number of Shareholders voted	Number of votes cast by them	% of total number of valid votes cast in favour.
Remote e-voting	11	2251519	99.99987%
Total	11	2251519	



