

SCRUTINIZER'S REPORT

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

To,
Mr. Shridhar Issar
Director
M/s TYROON TEA CO LTD
"McLeod House"
3, NETAJI SUBHAS ROAD,
Kolkata – 700001

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

Dear Sir,

I, DHRUBA CHARAN SAHOO, Practising Company Secretary (ACS: 14008/ C.P.: 5508), Kolkata was appointed as Scrutinizer(s) in connection with Annual General Meeting of the Members of "TYROON TEA CO LTD" (Company) to be held on Friday, 26th of September, 2014 at 10.30 AM at "Bharatiya Bhasha Parishad, 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 e-voting carried out as per the provision of section 108 of Companies Act, 2013 and Rule 20(3) (xi) of Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

I submit my report as under:

1. The e-voting period remained open from 9.00 A.M. IST on Friday, 19th of September, 2014 up to 06.00 P.M. IST on Saturday, 20th September, 2014.
2. The Shareholders holding shares as on the "cut off" date, i.e. 25th day of July, 2014 were entitled to vote on the proposed 8 (Eight) resolutions as mentioned in the notice dated 17th day of July 2014 of the Annual General Meeting of the Company.
3. The votes were unblocked on 20th day of September, 2014 at 06:47 P.M. IST in the presence of two witnesses, namely, Ms. Shalini Agarwal residing at 465 Lake Gardens, Kolkata-700045 and Mr. Shakirul Haque residing 67B, Santigar, Kolkata-700040 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 ([https:// www.evoting.nsdl.com](https://www.evoting.nsdl.com))
5. The result of the e-voting are as under:



A) ORDINARY BUSINESS

Resolution No. 1: To receive, consider and adopt Reports of the Auditors and Directors and the Audited Accounts of the Company for the year ended 31st March 2014.

<i>Total No. of votes casted</i>	<i>Total No. of votes casted in favour</i>	<i>Total No. of votes casted against</i>	<i>Result</i>
2151016	2150987 (63.225%)	29 (0.0008%)	Carried by majority

Resolution No. 2: To Declare Dividend for the financial year ending 31st March, 2014.

<i>Total No. of votes casted</i>	<i>Total No. of votes casted in favour</i>	<i>Total No. of votes casted against</i>	<i>Result</i>
2151016	2150991 (63.225%)	25 (0.000007%)	Carried by majority

Resolution No. 3: Appointment of Auditors:

“Resolved that M/s. Lodha & Co. Chartered Accountants, Kolkata having Firm Registration No. 301051E be and are hereby appointed as statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting for three consecutive years after functioning as auditor for ten consecutive years subject to ratification at every Annual General Meeting, on such remuneration as may be fixed in this behalf by the Board of Directors of the Company”

<i>Total No. of votes casted</i>	<i>Total No. of votes casted in favour</i>	<i>Total No. of votes casted against</i>	<i>Result</i>
2151016	2150986 (63.225%)	30 (0.0008%)	Carried by majority



B) SPECIAL BUSINESS

Resolution No. 4: Appointment of Smt. Indra Jalan (DIN 00046265) as a Promoter Director

Type of Resolution: Ordinary Resolution

“Resolved that pursuant to the provisions of sections 149, 152,161 and other applicable provisions of the Companies Act, 2013 and rules made there under Smt. Indra Jalan DIN 00046265 who 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 her candidature for the office of Director, be and is hereby appointed as a Promoter Director of the Company whose period of office shall be liable to be determined by retirement of Director by rotation”.

<i>Total No. of votes casted</i>	<i>Total No. of votes casted in favour</i>	<i>Total No. of votes casted against</i>	<i>Result</i>
2151016	2150986 (63.225%)	30 (0.0008%)	Carried by majority

Resolution No. 5: Appointment of Sri. Anirudha Jalan (DIN 02610396) as a Promoter Director

Type of Resolution: Ordinary Resolution

“Resolved that pursuant to the provisions of sections 149,152,161 and other applicable provisions of the Companies Act, 2013 and rules made there under Sri Anirudha Jalan DIN 02610396 who 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, be and is hereby appointed as a Promoter Director of the Company whose period of office shall be liable to be determined by retirement of Director by rotation”.

<i>Total No. of votes casted</i>	<i>Total No. of votes casted in favour</i>	<i>Total No. of votes casted against</i>	<i>Result</i>
2151016	2150986 (63.225%)	30 (0.0008%)	Carried by majority



Resolution No. 6: Appointment of Sri Sanjay Kejriwal (DIN 00061102) as a non-executive Independent Director

Type of Resolution: Ordinary Resolution

"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 Sri Sanjay Kejriwal DIN 00061102 who 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, be and is hereby appointed as a non-executive Independent Director of the Company to hold office for a 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 meeting of the Board and other meetings as may be determined by the Board from time to time".

<i>Total No. of votes casted</i>	<i>Total No. of votes casted in favour</i>	<i>Total No. of votes casted against</i>	<i>Result</i>
2151016	2150986 (63.225%)	30 (0.0008%)	Carried by majority

Resolution No. 7: Appointment of Mr. S. Issar (DIN 00044295) as a non-executive Independent Director

Type of Resolution: Ordinary Resolution

"Resolved that pursuant to the provisions of sections 149,150,152 and other applicable provisions of the Companies Act, 2013 and rules made there under Mr. S. Issar holding DIN 00044295 Director of the Company who retires by rotation at the Annual General Meeting 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 Non-executive 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>Total No. of votes casted</i>	<i>Total No. of votes casted in favour</i>	<i>Total No. of votes casted against</i>	<i>Result</i>
2151016	2150986 (63.225%)	30 (0.0008%)	Carried by majority



Resolution No. 8: Appointment of Mr. Narendra Nath Nagpaul (DIN 00632063) as a Non-executive Independent Director

Type of Resolution: Ordinary Resolution

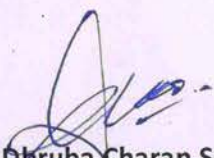
“Resolved that pursuant to the provisions of sections 149,150,152 and other applicable provisions of the Companies Act, 2013 and rules made there under Mr. Narendra Nath Nagpaul holding DIN 00632063 Director of the Company who retires by rotation at the Annual General Meeting and in respect of whom the 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 Non-executive 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 determined by the Board from time to time”.

<i>Total No. of votes casted</i>	<i>Total No. of votes casted in favour</i>	<i>Total No. of votes casted against</i>	<i>Result</i>
2151016	2150986 (63.225%)	30 (0.0008%)	Carried by majority

6. The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking You,

Yours Faithfully,
For **D.C SAHOO & CO.**
Company Secretaries


CS Dhruba Charan Sahoo
Practicing Company Secretary
C.P No. 5508/ ACS. 14008
Date : 23rd September 2014
Place: Kolkata

