

S. Khurana & Associates

Company Secretaries

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 (hereinafter "the Act") read with Rule 20 of The Companies (Management and Administration) Rules, 2014 (hereinafter "the Rules") and pursuant to Ministry of Corporate Affairs General Circular Nos. 10/2022 dated December 28, 2022, 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021 and Circular No. 20/2021 dated December 08, 2021 and other Circulars as issued from time to time (the "MCA Circulars") and Secretarial Standard - 2 issued by the Institute of Company Secretaries of India]

To,
The Chairman,

100th Annual General Meeting (hereinafter "AGM") of the members of Haileyburia Tea Estates Limited (hereinafter "the Company") held on Wednesday, July 12, 2023 at 03:00 P.M. at Merchant Navy Club, Willingdon Island, Kochi, Kerala -682003 and through Video Conferencing (VC) or Other Audio-Visual Means (OAVM).

Sub: Consolidated Scrutinizer's Report on Voting through electronic means, from a place other than the venue of meeting (hereinafter "Remote E-voting") conducted pursuant to provisions of Section 108 of the Act read with the Rules and the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter "Listing Regulations, 2015") as amended from time to time and MCA Circulars and SEBI Circular and Voting through E-voting system (hereinafter "Venue Voting") at the AGM of the members of the Company.

Dear Sir,

I, **Sachin Khurana**, Proprietor, S Khurana & Associates, Company Secretaries, having office at 207, Suchet Chambers, 1224/5, Bank Street, Karol Bagh, New Delhi-110005 have been appointed as Scrutinizer by the Board of Directors of the Company to scrutinize the process of Remote E-voting and Voting at AGM through Venue Voting in respect of the items/resolutions set forth in the



Off.: 207, Suchet Chambers, 1224/5, Bank Street, Karol Bagh, New Delhi - 110005
E-mail: sachinkhuranacs@gmail.com Tel: 011-45042509 | +91-9540407575 (Handphone)

notice of 100th AGM of the Company, dated May 10, 2023 (**hereinafter "the AGM Notice"**) issued in accordance with MCA Circulars and SEBI Circular.

The said appointment as Scrutinizer is under the provisions of Section 108 of the Act read with the Rules. As the Scrutinizer, I have to scrutinize:

- (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM; and
- (ii) process of e-voting at the AGM through Venue Voting.

Management's Responsibility

The Compliance with the requirements of (i) the Act and the Rules made thereunder (ii) the MCA Circulars and SEBI Circular and (iii) the Listing Regulations, 2015 relating to e-voting on the resolutions contained in the Notice calling the AGM is the responsibility of the management of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

My responsibility as a Scrutinizer was to ensure that the e-voting process both through Remote E-voting and Venue Voting at the AGM, is conducted in a fair and transparent manner and to render you a Consolidated Scrutinizer's Report of the total votes cast "**in favor**" or "**against**" on the resolutions, based on the reports generated through Scrutinizer's secured link as provided by **Central Depository Services (India) Limited** (hereinafter "**CDSL**")

I hereby submit my report as under:

1. In terms of Section 108 of the Act read with Rule 20 of the Rules and the provisions of the Listing Regulations, 2015, as amended, the Company has engaged CDSL, being the authorized agency engaged by the Company to provide Remote E-voting facility and voting through Venue Voting at the AGM, on all resolutions set forth in the AGM Notice.
2. Before sending AGM Notice and Annual Report, the Company published advertisement in accordance with the MCA Circulars and SEBI Circular in 'The Financial Express' (English Newspaper – All India Editions) on June 10, 2022. The said advertisement was also published in 'Chandika' a Malayalam daily from Ernakulam District where the Registered Office of the Company is located.

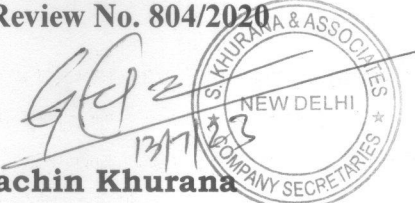


3. Thereafter, the Company has sent Notices on June 20, 2023 and the Annual Report of AGM on June 20, 2023 only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants pursuant to the aforementioned MCA Circulars and SEBI Circular and the same were also displayed on the website of the Company.
4. After sending the Notices and Annual Report, the Company published advertisement in accordance with the MCA Circulars and SEBI Circular in 'The Financial Express' (English Newspaper – All India Edition) on June 22, 2023. The said advertisement was also published in 'Chandika' a Malayalam daily from Ernakulam District where the Registered Office of the Company is located.
5. The members of the Company whose names were recorded in the Register of Members or in the Register of beneficial owners maintained by the depositories (in case of shares held in dematerialized form) as on the cut-off date i.e., July 05, 2023 were entitled to avail either of the Remote E-voting facility prior to AGM or Venue Voting facility at the AGM, in respect of resolutions as set out in the AGM Notice.
6. In terms of the AGM Notice, Remote E-voting commenced on Sunday, July 09, 2023 (9:00 A.M. IST) and ended on Tuesday, July 11, 2023 (5:00 P.M. IST). At the end of the Remote E-voting period, the Remote E-Voting facility was blocked by CDSL forthwith.
7. The Company provided the facility of E-Voting through Venue Voting at the AGM only to such members who had not cast their vote through Remote E-voting.
8. At the end of discussion on the resolutions on which voting at AGM was to be held, the E-voting facility was provided to the members who have not casted their vote during Remote E-voting.
9. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting was locked by CDSL under my instruction.
10. The consolidated results of Remote E-voting and Venue Voting at the AGM are attached and marked as an **Annexure** hereto.
11. Based on the aforesaid results, four (4) Ordinary Resolutions and Three (3) Special Resolutions pertaining to the items of business set forth in the AGM Notice have been passed with requisite majority as per the provisions of the Act.



12. I will return the registers/results and all other papers relating to Remote E-voting and Venue Voting at the AGM to the Company after the Chairman of the meeting considers, approves and signs the minutes of the AGM of the Company.

**For S. Khurana & Associates
Company Secretaries
FRN: I2014DE1158200
Peer Review No. 804/2020**


**CS Sachin Khurana
Proprietor
FCS No: 10098, CP No: 13212**

Counter Signed by:

**Chairman of the 100th AGM of
Haileyburia Tea Estates Limited**

**Place: New Delhi
Dated: July 13, 2023
UDIN: F010098E000604032**

RESULTS OF REMOTE E-VOTING AND VENUE VOTING AT THE AGM

ORDINARY BUSINESS (RESOLUTION NO. 1 AND 2)

Resolution No. 1: (Ordinary Resolution)	TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2023 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.
--	--

Valid votes in favor of the Resolution		Valid votes against the Resolution		Invalid votes
Nos.	%	Nos.	%	Nos.
11,61,735	100	0	0	0

Resolution No. 2: (Ordinary Resolution)	TO APPOINT A DIRECTOR IN THE PLACE OF SMT SARITA DUGAR (DIN:00141933) WHO RETIRES BY ROTATION AT THIS ANNUAL GENERAL MEETING, AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.
--	---

Valid votes in favor of the Resolution		Valid votes against the Resolution		Invalid votes
Nos.	%	Nos.	%	Nos.
3,91,597	100	0	0	0

SPECIAL BUSINESS (RESOLUTION NO. 3, 4, 5, 6 AND 7)

Resolution No. 3: (Special Resolution)	APPOINTMENT OF SHRI SHANKAR MENON (DIN:00113753) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY, TO FILL THE CAUSAL VACANCY ARISE DUE TO DEATH OF SHRI ZACHARIAS P.
---	--

Valid votes in favor of the Resolution		Valid votes against the Resolution		Invalid votes
Nos.	%	Nos.	%	Nos.
11,61,735	100	0	0	0



Resolution No. 4: (Ordinary Resolution)	RATIFICATION/ APPROVAL OF RELATED PARTY TRANSACTIONS WITH M/S. PERIYAR PLANTATIONS PRIVATE LIMITED.
--	--

Valid votes in favor of the Resolution		Valid votes against the Resolution		Invalid votes
Nos.	%	Nos.	%	Nos.
2,167	100	0	0	11,59,568

***Votes casted by Mr. Ashok Kumar Dugar, Mr. Yash Dugar, Mr. Shreshth Dugar and Ms. Sarita Dugar are treated as invalid as they are promoters of the Company.**

Resolution No. 5: (Special Resolution)	APPROVAL OF OUTRIGHT SALE OF APPROX 54 ACRES OF LAND AT KOINAKAD DIVISION, SEMNI VALLEY ESTATE.
---	--

Valid votes in favor of the Resolution		Valid votes against the Resolution		Invalid votes
Nos.	%	Nos.	%	Nos.
11,61,735	100	0	0	0

Resolution No. 6: (Special Resolution)	APPROVAL OF SALE OF APPROX. 120 ACRES OF LAND OF THE COMPANY.
---	--

Valid votes in favor of the Resolution		Valid votes against the Resolution		Invalid votes
Nos.	%	Nos.	%	Nos.
11,61,735	100	0	0	0

Resolution No.7: (Ordinary Resolution)	TO RATIFY THE VALUATION OF UNDERTAKING OR ASSETS OF THE COMPANY BY INDEPENDENT VALUER.
---	---

Valid votes in favor of the Resolution		Valid votes against the Resolution		Invalid votes
Nos.	%	Nos.	%	Nos.
11,61,735	100	0	0	0

