



JOONKTOLLEE TEA & INDUSTRIES LTD.

CIN NO. : L01132WB1900PLC000292

September 15, 2020

BSE Limited
Corporate Relations Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Scrip Code : 538092

Sub : Outcome of Postal Ballot and Declaration of Voting Results of Postal Ballot through Remote e-voting, as per the requirements of Regulation 30 and 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Dear Sirs,

This is in furtherance to our letter dated 13th August, 2020, regarding Notice of Postal Ballot dated 14th July, 2020 ("Notice") issued to the Members of the Company seeking their approval by way of Ordinary Resolutions to be passed through the mode of remote e-voting only for -

Item No. 1 - Approval and ratification of Related Party Transaction for loan availed from Gloster Limited.

Item No. 2 - Issue of Securities on Right Basis.

The remote e-voting period for the Postal Ballot ended on Monday, 14th September, 2020 at 5:00 P.M. (IST) and thereafter, the Scrutinizer - Ms. Sweety Kapoor, Practicing Company Secretary, submitted her report on the voting results.

The details of the voting results of the Postal Ballot through remote e-voting mode, are enclosed in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Scrutinizer's Report is also attached herewith.

The Ordinary Resolutions as embodied in the Notice has been passed by the Members with requisite majority and is deemed to have been passed on the last date of remote e-voting i.e. on Monday, 14th September, 2020.

This intimation shall also be deemed to be disclosure of proceedings under Regulation 30 read with Schedule III, Part A, Para A (13) of the Listing Regulations.

Please take the information on record.

Thanking You,

Yours faithfully,
For JOONKTOLLEE TEA & INDUSTRIES LTD.


Manager (Finance) & Company Secretary
Membership No. ACS 21047

Encl : As above.

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	14th September, 2020
Total number of shareholders on record date/ cut-off date for e-voting purpose i.e 7th August, 2020	3529
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 - Approval and ratification of Related Party Transaction for loan availed from Gloster Limited.

Resolution required: (Ordinary/Special)			Ordinary Resolution					
Mode of Voting			Postal Ballot (E-Voting)					
Remarks			The resolution has been approved with requisite majority					
Whether promoter/promoter group are interested in the agenda/resolution /			Yes					
Category	Mode of Voting	No. of shares held (1)	No. votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes - in favour (4)	No. of votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	3106138	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	242035	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	794028	286178	36.0413	217398	68780	75.9660	24.0340
	Postal Ballot		-	-	-	-	-	-
	Total		286178	36.0413	217398	68780	75.9660	24.0340
Total		4142201	286178	6.9088	217398	68780	75.9660	24.0340

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For JOONKTOLLEE TEA & INDUSTRIES LTD.

Shradha Boseel
Company Secretary

Item No 2 - Issue of Securities on Right Basis.

Resolution required: (Ordinary/Special)			Ordinary Resolution					
Mode of Voting			Postal Ballot (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 (1)	No. votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes - in favour (4)	No. of votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	3106138	30,98,388	99.7505	30,98,388	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total	3106138	30,98,388	99.7505	30,98,388	-	100.0000	-
Public-Institutions	E-Voting	242035	239179	98.8200	2,39,179	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total	242035	239179	98.8200	2,39,179	-	100.0000	-
Public-Non Institutions	E-Voting	794028	286178	36.0413	217400	68778	75.9667	24.0333
	Postal Ballot		-	-	-	-	-	-
	Total	794028	286178	36.0413	217400	68778	75.9667	24.0333
Total		4142201	3623745	87.4836	3554967	68778	98.1020	1.8980

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For JOONKTOLLEE TEA & INDUSTRIES LTD.

Shahad Baprel
Company Secretary

SCRUTINIZER'S REPORT ON POSTAL BALLOT RESOLUTION(S)

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

Sub: Report of Scrutinizers on the voting results of Postal Ballot through Electronic Means ("Remote e-Voting")

Dear Sir,

I, Sweety Kapoor, Practising Company Secretary, holding Membership Number FCS-6410 and Certificate of Practice Number 5738, appointed as Scrutinizer by the Board of Directors of Joonktollee Tea and Industries Limited ("the Company") at its meeting held on Tuesday, 14th July, 2020 to ensure that the process of Postal Ballot as prescribed under Section 110 of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014 ("the Rules") and circulars issued by Ministry of Corporate Affairs ("MCA") is complied with.

In terms of Section 110 of the Act and in terms of the circulars issued by the MCA vide its General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020 and General Circular No. 22/2020 dated 15th June, 2020, in view of current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, Companies are advised to take all the decisions requiring member's approval, other than items of Ordinary business or business where any person has a right to be heard, through the mechanism of Postal Ballot/e-Voting in accordance to the provisions of the Companies Act and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue.

The Company has accordingly sent Postal Ballot Notice by email to all its members for passing Ordinary Resolution for the Special Businesses as mentioned in the notice of postal ballot dated 14th July, 2020 who have registered their email addresses with the Company or Depository/ Depository Participants/ Registrar & Share Transfer Agent and the communication of assent/ dissent of the members are taken place through the remote e-Voting system. The Postal Ballot is accordingly initiated by the Company in compliance with the MCA Circulars.



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For JOONKTOLLEE TEA & INDUSTRIES LTD.
Sweety Kapoor
Company Secretary

On account of the threat posed by COVID-19 and in terms of the MCA Circulars, this Postal Ballot Notice was sent in electronic form only. The hard copy of the Postal Ballot Notice along with postal ballot forms and pre-paid business envelope were not sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members was taken only through the remote e-Voting.

ORDINARY RESOLUTION(s)

Item No. 1: Approval and ratification of Related Party Transaction for loan availed from Gloster Limited

"RESOLVED THAT pursuant to the provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment(s), statutory modification(s) or re-enactment thereof), and subject to the such other approvals, consents, permissions and sanctions from appropriate authorities as may be required on such terms and conditions, if any, as may be prescribed while granting such approval, members of the Company do hereby confirm, ratify and approve related party transaction entered into by the Company with Gloster Limited, a related party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 to avail loan amounting to Rs. 15 crores.

RESOLVED FURTHER THAT the Board of Directors("hereinafter referred to as the "Board", which term shall deem to include any committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the power conferred on the Board by this resolution), be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have been given approval thereto expressly by the authority of this resolution".

Item No. 2: Issue of Securities on Right Basis

"RESOLVED THAT pursuant to the provisions of Section 62, Section 23(1)(c) and other applicable provisions of the Companies Act, 2013, along with the rules made thereunder("Companies Act"), and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018("SEBI ICDR Regulations"), the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Foreign Exchange Management Act, 1999, and the rules, regulations made thereunder and any other provisions of applicable law, including any modification, amendment or reenactment thereof for the time being enforce, and subject to approvals, permissions and sanctions of the lenders of the Company, Securities and Exchange Board of India ("SEBI"), the stock exchanges where the equity shares of the Company are listed (the "Stock Exchanges"), the Reserve Bank of India, the Ministry of Corporate Affairs, the Government of India and any other concerned statutory or regulatory authorities, if and to the extent necessary, and such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed in granting of such approvals, permissions and sanctions by any of the aforesaid authorities, the consent of the Members of the Company be

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For JOONKTOLLEE TEA & INDUSTRIES LTD.

Sharad Bapal
Company Secretary

and are hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee(s) constituted/to be constituted by the Board to exercise its powers including the powers conferred by this Resolution) to create, offer, issue and allot, in one or more tranches, Equity Shares of face value of Rs.10/- each (the "Securities") by way of a rights issue to the existing shareholders of the Company including resident/foreign shareholders on a record date, at such price at a premium or discount to the market price, considering the prevailing market conditions and such other considerations that the Board may in its absolute discretion decides, such that the aggregate value (including premium) does not exceed Rs. 24.90 crores ("Rights Issue") or such other sum as may be determined by the Board and on such other terms and conditions as may be mentioned in the Draft Letter of Offer, Letter of Offer, Abridged Letter of Offer, and/ or Application Forms to be issued by the Company in respect of the Rights Issue (collectively referred to as "Issue Documents"), proposed to be utilised for the purpose of repayment of borrowings, working capital requirement and general corporate purposes and/or any other purpose that the Board may decide.

RESOLVED FURTHER THAT the Securities so offered, issued and allotted by way of the Rights Issue shall be subject to the provisions of the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT the Equity Shares to be issued, shall rank pari-passu in all respects with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution including any offer, issue or allotment of Equity Shares, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary or desirable for such purpose, including without limitation, the determination of terms and conditions for issuance of Securities including the number of Securities that may be offered in domestic or international markets and proportion thereof, timing for issuance of such Securities, issue price, face value, premium amount on issue of the Securities, if any, and shall be entitled to vary, modify or alter any of the terms and conditions as it may deem expedient, entering into and executing agreement or arrangements for managing, underwriting, marketing, listing, trading, and entering into and executing agreement or arrangements with the lead manager(s) for the Rights Issue, legal advisor(s), registrar, ad-agency, monitoring agency, banker(s) to the Rights Issue and all other intermediaries and advisors necessary for the Rights Issue, and executing other agreements, including any amendments or supplements thereto, as necessary or appropriate and to finalise, approve and issue any document(s), including but not limited to letter of offer, abridged letter of offer and/or placement document and/or offering circular and/or offer document and/or documents and agreements including filing of registration statements, letter of offer and other documents (in draft or final form) with any Indian or foreign regulatory authority or stock exchanges and sign all deeds, documents and writings and to pay any fees, commissions, remuneration, expenses relating thereto and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to the issue, offer or allotment of Securities and take all steps which are incidental and ancillary in this connection, including in relation to utilization of the issue proceeds as mentioned above, as it may in its absolute discretion deem fit without being required to seek further consent or approval of the members of the Company ("Members") or otherwise to the end and intent

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For JOONKTOLLEE TEA & INDUSTRIES LTD.
Sheead Kapoor
Company Secretary

that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to dispose of the unsubscribed portion of the Securities in such manner as it may think most beneficial to the Company, including offering or placing such Securities with promoter and / or promoter group / banks / financial institutions / investment institutions / mutual funds / foreign institutional investors / bodies corporate or such other persons as the Board may in its absolute discretion deem fit without seeking further approval from the Members.

RESOLVED FURTHER THAT for the purpose of giving effect to any offer, issue or allotment of Equity Shares, the Board be and is hereby authorised on behalf of the Company to seek listing of the Securities on all the Stock Exchanges where the existing Equity Shares of the Company are listed.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of its powers herein conferred to Rights Issue Committee or any one or more executives of the Company."

I, hereby submit my report on the voting of the Ordinary Resolution(s) proposed in the Postal Ballot Notice as under:-

1. The Company on the basis of the Register of Members and the List of Beneficiary Owners made available by the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), completed dispatch of the Notice of the Postal Ballot dated 14th July, 2020 through email to the shareholders on Thursday, 13th August, 2020 through M/s. Maheshwari Datamatics Pvt. Ltd. along with Login ID and password, who had registered their e-mail ids with the Company/Depositories/Registrar.
2. The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider, for extending the facility of remote e-Voting to the Shareholders of the Company.
3. The management of the Company is responsible for the Compliance with the requirements of the Companies Act, 2013 and rules made thereunder, in the matter of voting on the business contained in the notice of postal ballot.
4. The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "The Echo of India" and in a Bengali newspaper "Arthik Lipi" having wide circulation, in their respective editions dated Friday, 14th August, 2020.
5. The postal ballot notice was also placed on the website of the Company (www.joonktolleetea.in).

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For JOONKTOLLEE TEA & INDUSTRIES LTD.
Sharad Baghel
Company Secretary

6. The notice for postal ballot dated 14th July, 2020 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.
7. The Shareholders of the Company were given only option to vote through the remote e-Voting facility. Members casted their votes through remote e-Voting facility on the designated website <https://www.evotingindia.com>.
8. The Voting rights were reckoned as on Friday, 7th August, 2020, being the Cut-off date for the purpose of deciding the entitlements of members to vote by using the remote e-Voting.
9. Remote e-Voting platform was open from 09:00 a.m. on Sunday, 16th August, 2020 to 05:00 p.m. on Monday, 14th September, 2020.
10. On Monday, 14th September, 2020 after 05:00 p.m. the votes cast through remote e-Voting facility was duly unblocked by me as Scrutinizer in the presence of Smt Ekta Goswami and Smt. Premlata Soni, Witnesses who are not in the employment of the Company, as prescribed in sub rule 4 (xii) of said Rule 20 of the Companies (Management and Administration) Rules, 2014.
11. My responsibility as a scrutinizer is to scrutinize the e-Voting process in a fair and transparent manner and prepare scrutinizer report based on the report generated from the voting system provided by the CDSL India.



12. The report on the results of remote e-Voting is as under:-

Item No. 1: Approval and ratification of Related Party Transaction for loan availed from Gloster Limited

(i) Voted in favour of the resolution

Particulars	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote e-Voting	64	217,398	75.97

(ii) Voted against the resolution

Particulars	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote e-Voting	13	68,780	24.03

(iii) Invalid Votes

Particulars	Total No. of members whose votes were declared invalid	Number of votes
Remote e-Voting	0	0

Note: 16 no. of shareholder(s) holding 3,337,567 shares have logged into the e-Voting system and abstained from voting in the above resolution.



Item No. 2: Issue of Securities on Right Basis

(i) Voted in favour of the resolution

Particulars	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote e-Voting	81	3,554,967	98.10

(ii) Voted against the resolution

Particulars	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote e-Voting	12	68,778	1.90

(iii) Invalid Votes

Particulars	Total No. of members whose votes were declared invalid	Number of votes
Remote e-Voting	0	0



13. Based on the foregoing, the ordinary resolution(s) as outlined hereinabove may be considered as carried by the requisite majority of members on the last date fixed for e-Voting dated 14th September, 2020.
14. Register of Postal Ballot and all other relevant records of voting process given/ provided/ maintained in electronic mode will remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be handed over to the Company Secretary.
15. You may accordingly declare the result of the Postal Ballot.

Thanking you,

Yours faithfully



Sweety Kapoor
SWEETY KAPOOR
Practising Company Secretary
FCS - 6410; COP - 5738

Place: Kolkata
Date: 15/09/2020
UDIN: F006410B000712885