



Shri Vasuprada Plantations Limited

(Formerly : Joonktollee Tea & Industries Ltd.)

CIN : L01132WB1900PLC000292

25.08.2023

| | |
|---|--|
| The Secretary, BSE Ltd., P. J. Towers, 25th Floor, Dalal Street, Mumbai - 400 001. <u>Scrip Code : 538092</u> <u>Scrip Code NCDs : 974704</u> | The Secretary, The Calcutta Stock Exchange Ltd., 7, Lyons Range Kolkata - 700 001 <u>Scrip Code : 10020009</u> |
|---|--|

Dear Sir,

Sub : 149th AGM of the Company held on 25th August, 2023

We write to advise that all the Resolutions bearing Item Nos. 1 to 3 were placed at the 149th Annual General Meeting [AGM] of the Company duly convened on Friday, 25th August, 2023 through Video Conferencing/Other Audio Visual Means ("VC/OAVM") facility in terms of the Notice dated 27th May, 2023.

We send herewith a Report dated 25th August, 2023 furnished by Ms. Sweety Kapoor, Practicing Company Secretary, who was appointed as the Scrutinizer to scrutinize the voting process connected with the 149th AGM of the Members of the Company for your information and record. In terms of the said Report, all the Resolutions proposed at the above AGM of the Company have been passed by the Members with requisite majority.

We enclose the details of the voting results in respect of the aforesaid Resolutions in the prescribed format as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A copy of the Scrutinizer's Report is also attached for your information and record.

We trust that you will find the aforesaid Report in order.

Yours faithfully,
For Shri Vasuprada Plantations Limited

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

Encl : As above.

21, STRAND ROAD, KOLKATA - 700 001

☎ : 91 (33) 2230-9601 (4 lines) • E-mail : info@svpl.in • Website : www.svpl.in

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

| SHRI VASUPRADA PLANTATIONS LIMITED (Formerly Joonktolee Tea & Industries Limited) - 149TH AGM VOTING SUMMARY | | | | | | | | |
|---|-------------------------------|---|-------------------------|---|----------------------------|--------------------------|--|--|
| Details as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 | | | | | | | | |
| Date of the AGM | | 25th August, 2023 | | | | | | |
| Total Number of Shareholders on record date | | 3420 | | | | | | |
| No. of shareholders present in the meeting either in person or through proxy : | | As the Meeting was held through VC / OAVM, physical presence of members / proxy was not applicable | | | | | | |
| Promoter & Promoter Group | | | | | | | | |
| Public | | | | | | | | |
| Total | | | | | | | | |
| No. of shareholders attended the meeting through Video Conferencing | | | | | | | | |
| Promoter & Promoter Group | | 10 | | | | | | |
| Public | | 43 | | | | | | |
| Total | | 53 | | | | | | |
| Agenda-wise disclosure | | | | | | | | |
| Item No. 1 | | Adoption of Standalone and Consolidated Audited Financial Statements for the Financial Year ended 31st March, 2023 alongwith the Reports of the Board of Directors and Auditors thereon - Ordinary Resolution | | | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution ? | | No | | | | | | |
| Category | Mode of Voting | No. of Shares held (1) | No. of 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 & Promoter Group | E-Voting | 6204526 | 4910920 | 79.1506 | 4910920 | - | 100.0000 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 4910920 | 79.1506 | 4910920 | - | 100.0000 | - |
| Public - Institutional holders | E-Voting | 194305 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public - Non Institution | E-Voting | 1885571 | 433333 | 22.9815 | 429985 | 3348 | 99.2274 | 0.7726 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 433333 | 22.9815 | 429985 | 3348 | 99.2274 | 0.7726 |
| Total | | 8284402 | 5344253 | 64.5098 | 5340905 | 3348 | 99.9374 | 0.0626 |

Votes under the head "Poll" indicates votes cast during the AGM through e-voting



| Item No. 2 | | | To appoint a Director in place of Mr. Hemant Bangur (DIN : 00040903), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment - Ordinary Resolution | | | | | |
|---|-------------------------------|------------------------|---|---|----------------------------|--------------------------|--|--|
| Whether promoter/promoter group are interested in the agenda/resolution ? | | | No | | | | | |
| Category | Mode of Voting | No. of Shares held (1) | No. of 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 & Promoter Group | E-Voting | 6204526 | 4910920 | 79.1506 | 4910920 | - | 100.0000 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 4910920 | 79.1506 | 4910920 | - | 100.0000 | - |
| Public - Institutional holders | E-Voting | 194305 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public - Non Institution | E-Voting | 1885571 | 433333 | 22.9815 | 429568 | 3765 | 99.1312 | 0.8688 |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 433333 | 22.9815 | 429568 | 3765 | 99.1312 | 0.8688 |
| Total | | 8284402 | 5344253 | 64.5098 | 5340488 | 3765 | 99.9296 | 0.0704 |

Votes under the head "Poll" indicates votes cast during the AGM through e-voting

| Item No. 3 | | | Approval of ratification of Remuneration of the Cost Auditors M/s. D. Sabyasachi & Co., Cost Accountants (Firm Registration No. 000369) to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2024 - Ordinary Resolution | | | | | |
|---|-------------------------------|------------------------|--|---|----------------------------|--------------------------|--|--|
| Whether promoter/promoter group are interested in the agenda/resolution ? | | | No | | | | | |
| Category | Mode of Voting | No. of Shares held (1) | No. of 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 |
| | | 1 | 2 | (3)=[(2)/(1)]*100 | 4 | 5 | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter & Promoter Group | E-Voting | 6204526 | 4910920 | 79.1506 | 4910920 | - | 100.0000 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (if applicable) | | - | - | - | - | - | - |
| | Total | | 4910920 | 79.1506 | 4910920 | - | 100.0000 | - |
| Public - Institutional holders | E-Voting | 194305 | - | 0.0000 | - | - | - | - |
| | Poll | | - | - | - | - | - | |
| | Postal Ballot (if applicable) | | - | - | - | - | - | |
| | Total | | - | - | - | - | - | |
| Public - Non Institution | E-Voting | 1885571 | 433333 | 22.9815 | 429985 | 3348 | 99.2274 | 0.7726 |
| | Poll | | - | - | - | - | - | |
| | Postal Ballot (if applicable) | | - | - | - | - | - | |
| | Total | | 433333 | 22.9815 | 429985 | 3348 | 99.2274 | 0.7726 |
| Total | | 8284402 | 5344253 | 64.5098 | 5340905 | 3348 | 99.9374 | 0.0626 |

Votes under the head "Poll" indicates votes cast during the AGM through e-voting





SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

| | |
|---------------------|---|
| Name of the Company | Shri Vasuprada Plantafions Limited |
| CiN | L01132WB1900PLC000292 |
| Meeting | 149 th Annual General Meeting |
| Day, Date & Time | Friday, 25 th August, 2023 at 11.30 a.m. |
| Deemed Venue | Registered Office situated at 21, Sfrand Road, Kolkata - 700 001 |
| Mode | Video Conferencing (VC)/ Other Audio Visual Means (OAVM) |

1. **Appointment as Scrutinizer**

I, **Sweetly Kapoor**, Practising Company Secretary (FCS-6410, COP-5738) have been appointed as the Scrutinizer by the Board of Directors of **Shri Vasuprada Plantafions Limited** (hereinafter referred to as the Company) for the remote e-Voting as well as e-Voting by Members during the **149th Annual General Meeting** ("149th AGM") of the Company scheduled on **Friday, 25th August, 2023 at 11:30 a.m.** held through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"). My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. **Dispatch of Notice convening the Meeting**

2.1 Pursuant to General Circulars No. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April 2020, 20/2020 dated 5th May 2020, 22/2020 dated 15 June 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 8th December 2021, 2/2022 dated 5th May, 2022 and 10/2022 dated 28th December 2022 issued by the Ministry of Corporate Affairs and SEBI Circular dated 12th May, 2020, 15th January, 2021, 13th May, 2022 and 5th January, 2023 has permitted the holding of the Annual General Meeting through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, advertisement was published on Tuesday,



25th July, 2023 and Wednesday, 2nd August, 2023 in an English newspaper "The Echo of India" and in a Bengali newspaper "Arthik Lipi" specifying the date and time of the AGM, availability of the notice on Company's website and website of the Stock Exchanges, manner of registration of email ids by the members (both physical and demat) who are yet to register their email ids, manner of voting through remote e-Voting or through e-Voting system at the AGM etc.

2.2 The Company hosted the notice of the AGM on its website, website of Central Depository Services (India) Limited ("CDSL") the agency providing the platform for remote e-Voting and e-Voting at the AGM and also intimated to the Stock Exchanges on Tuesday, 1st August, 2023.

2.3 The Company informed that on the basis of the Register of Members made available by Maheshwari Datamatics Private Limited the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of AGM on Tuesday, 1st August, 2023 by email to 2292 no. of members who had registered their email ids with the Company/ Depositories.

3. Cut-off date

The Voting rights were reckoned as on Friday, 18th August, 2023, being the Cut-off date for the purpose of deciding the entitlements of members for remote e-Voting and e-Voting at the AGM.

4. Remote e-Voting

4.1 Agency

The Company had appointed Central Depository Services (India) Limited (CDSL) as the agency for providing the platform remote e-Voting and e-Voting at the AGM.

4.2 Remote e-Voting period:

Remote e-Voting platform was open from Tuesday, 22nd August, 2023 (9:00 am) and ends on Thursday, 24th August, 2023 (5:00 pm) and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions on the remote e-Voting platform provided by CDSL.

4.3 The Corporate members had provided copy of the resolution passed at their Board of Directors Meeting for authorization to exercise their votes through remote e-Voting or for participating and voting in the meeting held through VC or OAVM.



5. Voting at the AGM:

- 5.1 Since this AGM was held through VC/ OAVM, physical attendance of the members has been dispensed with. Accordingly, in terms of MCA and SEBI circulars, the facility for appointment of proxies by the members were also dispensed with. Members who attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 5.2 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-Voting, such as their names, DP ID & Client ID/ Folios, number of shares held but not the manner in which they have voted.
- 5.3 Accordingly, CDSL, the remote e-Voting agency provided us with the names, DP ID & Client ID/ Folios and shareholding of the members who had cast their votes through remote e-Voting.

6. Counting Process:

On completion of e-Voting at the AGM, I unblocked [EVSN: 230727004] the results of the remote e-Voting and e-Voting at the AGM by the members on Friday, 25th August, 2023 around 12:30 pm in the presence of two witnesses namely Mrs. Ekta Goswami and Md. Tausif who are not in the employment of the Company from the CDSL e-Voting platform and downloaded the results for scrutiny.

7. Results:

- 7.1 I observed that
- (a) No member had cast his vote through e-Voting at the AGM.
- (b) 82 members had cast their votes through remote e-Voting.
- 7.2 The e-Voting contains remote e-Voting and e-Voting at the AGM. My report is a consolidated report of remote e-Voting and e-Voting at the AGM. The Consolidated Report with respect to each item on the agenda as set out in the Notice of 149th AGM dated 27th May, 2023 is as under:-



Ordinary Business**Item No. 1 – Adoption of Standalone and Consolidated Audited Financial Statements for the Financial Year ended 31st March, 2023 along with the Reports of the Board of Directors and Auditors thereon - Ordinary Resolution**

(i) Voted in favour of the resolution

| Particulars (remote e-Voting/ e-Voting at the AGM) | No. of members voted | No. of Votes cast (Shares) | % of total number of valid votes cast (remote e-Voting + e-Voting at the AGM) |
|---|-------------------------|-------------------------------|---|
| Remote e- Voting | 78 | 5,340,905 | 99.9374 |
| e-Voting at the AGM | 0 | 0 | 0 |
| Total (remote e- Voting + e-Voting at the AGM) | 78 | 5,340,905 | 99.9374 |

(ii) Voted against the resolution

| Particulars (remote e-Voting/ e-Voting at the AGM) | No. of members voted | No. of Votes cast (Shares) | % of total number of valid votes cast (remote e-Voting + e-Voting at the AGM) |
|---|-------------------------|-------------------------------|---|
| Remote e- Voting | 4 | 3,348 | 0.0626 |
| e-Voting at the AGM | 0 | 0 | 0 |
| Total (remote e- Voting + e-Voting at the AGM) | 4 | 3,348 | 0.0626 |

(iii) Invalid Votes

| Particulars (remote e-voting/ e-Voting at the AGM) | Total No. of members whose votes were declared invalid | Total number of votes cast |
|---|--|----------------------------|
| Remote e-Voting | 0 | 0 |
| e-Voting at the AGM | 0 | 0 |
| Total (remote e-Voting + e- Voting at the AGM) | 0 | 0 |



Item No. 2 – To appoint a Director in place of Mr. Hemanf Bangur (DIN : 00040903), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment - Ordinary Resolution

(i) Voted in favour of the resolution

| Particulars (remote e-Voting/ e-Voting at the AGM) | No. of members voted | No. of Votes cast (Shares) | % of total number of valid votes cast (remote e-Voting + e-Voting at the AGM) |
|---|-------------------------|-------------------------------|---|
| Remote e- Voting | 78 | 5,340,488 | 99.9296 |
| e-Voting at the AGM | 0 | 0 | 0 |
| Total (remote e- Voting + e-Voting at the AGM) | 78 | 5,340,488 | 99.9296 |

(ii) Voted against the resolution

| Particulars (remote e-Voting/ e-Voting at the AGM) | No. of members voted | No. of Votes cast (Shares) | % of total number of valid votes cast (remote e-Voting + e-Voting at the AGM) |
|---|-------------------------|-------------------------------|---|
| Remote e- Voting | 4 | 3,765 | 0.0704 |
| e-Voting at the AGM | 0 | 0 | 0 |
| Total (remote e- Voting + e-Voting at the AGM) | 4 | 3,765 | 0.0704 |

(iii) Invalid Votes

| Particulars (remote e-voting/ e-Voting at the AGM) | Total No. of members whose votes were declared invalid | Total number of votes cast |
|---|--|----------------------------|
| Remote e-Voting | 0 | 0 |
| e-Voting at the AGM | 0 | 0 |
| Total (remote e-Voting + e- Voting at the AGM) | 0 | 0 |



Special Business

Item No. 3 – Approval of ratification of Remuneration of the Cost Auditors M/s. D. Sabyasachi & Co., Cost Accountants (Firm Registration No. 000369) to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2024 – Ordinary Resolution

(i) Voted in favour of the resolution

| Particulars (remote e-Voting/ e-Voting at the AGM) | No. of members voted | No. of Votes cast (Shares) | % of total number of valid votes cast (remote e-Voting + e-Voting at the AGM) |
|---|-------------------------|-------------------------------|---|
| Remote e- Voting | 78 | 5,340,905 | 99.9374 |
| e-Voting at the AGM | 0 | 0 | 0 |
| Total (remote e- Voting + e-Voting at the AGM) | 78 | 5,340,905 | 99.9374 |

(ii) Voted against the resolution

| Particulars (remote e-Voting/ e-Voting at the AGM) | No. of members voted | No. of Votes cast (Shares) | % of total number of valid votes cast (remote e-Voting + e-Voting at the AGM) |
|---|-------------------------|-------------------------------|---|
| Remote e- Voting | 4 | 3,348 | 0.0626 |
| e-Voting at the AGM | 0 | 0 | 0 |
| Total (remote e- Voting + e-Voting at the AGM) | 4 | 3,348 | 0.0626 |

(iii) Invalid Votes

| Particulars (remote e-voting/ e-Voting at the AGM) | Total No. of members whose votes were declared invalid | Total number of votes cast |
|---|--|----------------------------|
| Remote e-Voting | 0 | 0 |
| e-Voting at the AGM | 0 | 0 |
| Total (remote e-Voting + e- Voting at the AGM) | 0 | 0 |



Sweety Kapoor

Continuation sheet.....

8. Based on the foregoing, the resolution(s) as outlined hereinabove of the Notice dated 27th May, 2023 have been passed with requisite majority.
9. The Electronic data 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.
10. You may accordingly declare the result of the AGM.



Place: Kolkata
Date: 25/08/2023

Sweety Kapoor
Sweety Kapoor
Practising Company Secretary
Membership No. FCS 6410, CP No.5738
UIN: I2003WB399800
PRCN: 660/2020
UDIN: F006410E000862727