



THE COCHIN MALABAR ESTATES AND INDUSTRIES LIMITED

Regd. Off. : 21, STRAND ROAD, KOLKATA - 700 001, PHONE : 2230 9601 (4 LINES)

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CIN - L01132WB1991PLC152586

09.09.2019

The Secretary,
BSE Ltd.,
P. J. Towers, 25th Floor,
Dalal Street,
Mumbai - 400 001.

Scrip Code : 508571.

Dear Sir,

Sub : 89th AGM of the Company held on 9th September, 2019 at Kolkata

We write to advise that all the Resolutions bearing Item Nos. 1 to 4 were placed at the 89th Annual General Meeting [AGM] of the Company held on Monday, 9th September, 2019 at Kolkata, in terms of the Notice dated 17th June, 2019.

We send herewith a Report dated 9th September, 2019 furnished by Ms. Sweety Kapoor, Practicing Company Secretary, who was appointed as the Scrutinizer to scrutinize the voting process connected with the 89th 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 unanimously.

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 The Cochin Malabar Estates And Industries Ltd.

Mohit Khandari

Company Secretary
Membership No. ACS 49202

Encl : As above.

THE COCHIN MALABAR ESTATES AND INDUSTRIES LIMITED - 89TH AGM ATTENDED BY SHAREHOLDER AND VOTING SUMMARY

Format for Voting Result

Date of the AGM	9th September, 2019
Total Number of Shareholders on record date	1621
No. of shareholders present in the meeting either in person or through proxy :	
Promoter & Promoter Group	10
Public	80
Total	90
No. of shareholders attended the meeting through Video Conferencing	N.A.
Promoter & Promoter Group	
Public	
Total	

Agenda-wise disclosure (to be disclosed separately for agenda item)

1	Adoption of Audited Financial Statements for the Financial Year ended 31st March, 2019 and the Reports of the Auditors and Board of Directors 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	1111359	1111359	100.0000	1111359	-	100.0000	
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		1111359	100.0000	1111359	-	100.0000	
Public - Institutional holders	E-Voting	327028						
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		-	-	-	-	-	
Public - Non Institution	E-Voting	333521	28	0.0084	28	-	100.0000	
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		28	0.0084	28	-	100.0000	
Total		1771908	1111387	62.7226	1111387	0	100.0000	0.0000



2		Re-appointment of Mr.C.P. Sharma (DIN : 00258646), who retires by rotation, 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	1111359	1111359	100.0000	1111359	-	100.0000	
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		1111359	100.0000	1111359	-	100.0000	
Public - Institutional holders	E-Voting	327028						
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		-	-	-	-	-	
Public - Non Institution	E-Voting	333521	28	0.0084	28	-	100.0000	
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		28	0.0084	28	-	100.0000	
Total		1771908	1111387	62.7226	1111387	0	100.0000	0.0000

3		Appointment of M/s. JKVS & Co (Firm Registration No. 318086E), Chartered Accountants, as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the Annual General Meeting for the Financial Year 2023-24 - 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	1111359	1111359	100.0000	1111359	-	100.0000	
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		1111359	100.0000	1111359	-	100.0000	
Public - Institutional holders	E-Voting	327028						
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		-	-	-	-	-	
Public - Non Institution	E-Voting	333521	28	0.0084	28	-	100.0000	
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		28	0.0084	28	-	100.0000	
Total		1771908	1111387	62.7226	1111387	0	100.0000	0.0000



4		Appointment of Mr. J.K. Surana (DIN : 00582653) as an Independent Director for an initial period of five years - 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	1111359	1111359	100.0000	1111359	-	100.0000	
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1111359	100.0000	1111359	-	100.0000	
Public - Institutional holders	E-Voting	327028	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Non Institution	E-Voting	333521	28	0.0084	28	-	100.0000	
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		28	0.0084	28	-	100.0000	
Total		1771908	1111387	62.7226	1111387	0	100.0000	0.0000



SCRUTINIZER'S REPORT

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

NAME OF THE COMPANY	The Cochin Malabar Estates and Industries Limited
MEETING	89 th Annual General Meeting
DATE & TIME	Monday, 9 th September, 2019 at 12:15 p.m
VENUE	Shripati Singhania Hall, Rotary Sadan, 94/2, Chowringhee Road, Kolkata - 700 020

1. Appointment of Scrutinizer

I was appointed as the Scrutinizer for the remote e-Voting as well as Poll conducted at the 89th Annual General Meeting (89th AGM) of The Cochin Malabar Estates and Industries Limited (hereinafter referred to as the Company) held on Monday, 9th September, 2019 at 12.15 p.m. at Shripati Singhania Hall, Rotary Sadan, 94/2, Chowringhee Road, Kolkata - 700 020.

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, relating to the Poll including voting by electronic means (remote e-Voting). My responsibility as a Scrutinizer is restricted to give a Consolidated Report on the votes cast by the members for the resolutions contained in the Notice dated Monday, 17th June, 2019.



2. Dispatch of Notice convening the Meeting

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 AGM as under:-

- On Monday, 5th August, 2019 by email to 539 members who had registered their e-mail ids with the Company/Depositories/ Registrar.
- On Monday, 5th August, 2019 by Registered Post to 1075 members in physical form.

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 Wednesday, 7th August, 2019.

3. Cut-off date

The Voting rights were reckoned as on Monday, 2nd September, 2019, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and poll at the meeting.

4. Remote e-Voting**4.1 Agency:**

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

4.2 Remote e-Voting

Remote e-Voting platform was open from 09:00 a.m. on Friday, 6th September, 2019 to 05:00 p.m. on Sunday, 8th September, 2019 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Resolutions, on the 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 e-Voting.

5. Voting through Poll at the AGM:

- 5.1 The Company had provided the facility for voting through Poll at the AGM and members, who have not cast their vote by remote e-Voting were allowed to exercise their right to vote at the meeting.
- 5.2 The polling papers in Form MGT-12 as per Section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014 were distributed to the shareholders present.

6. Counting Process:

- 6.1 No members had cast their vote through poll at the AGM.
- 6.2 The votes cast through remote e-Voting were unblocked on Monday, 9th September, 2019 around 02:00 p.m in the presence of two witnesses namely Mr. Dilip Kumar Ojha and Mrs. Premlata Soni who are not in the employment of the Company.

7. Results:

- 7.1 I observed that
- (a) No members had cast their vote at the meeting.
 - (b) 17 members had cast their votes through remote e-Voting.
- 7.2 The Consolidated Results with respect to each item on the agenda as set out in the Notice of 89th AGM dated 17th June, 2019 are as under:-



Ordinary Business

Item No. 1 – Adoption of Audited Financial Statements for the Financial Year ended 31st March, 2019 alongwith the Reports of the Auditors and Directors thereon - Ordinary Resolution

(i) Voted in favour of the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	17	1,111,387	100
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	17	1,111,387	100

(ii) Voted against the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	0	0	0
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	0	0	0

(iii) Invalid Votes

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



Item No. 2 – Re-appointment of Mr. Chandra Prakash Sharma (DIN: 00258646), who retires by rotation, and being eligible, offers himself for re-appointment - Ordinary Resolution

(i) Voted in favour of the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	17	1,111,387	100
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	17	1,111,387	100

(ii) Voted against the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	0	0	0
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	0	0	0

(iii) Invalid Votes

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



Item No. 3 – Appointment of M/s. JKVS & Co. Chartered Accountants, (Firm Registration No. 318086E) as the Statutory Auditors of the Company from the conclusion of this Annual General Meeting to hold office for a period of five years till the conclusion of the 94th Annual General Meeting – Ordinary Resolution

(i) Voted in favour of the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	17	1,111,387	100
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	17	1,111,387	100

(ii) Voted against the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	0	0	0
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	0	0	0

(iii) Invalid Votes

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



Special Business

Item No. 4 – Appointment of Mr. Jay Kumar Surana (DIN: 00582653) as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing from 17th June, 2019 to 16th June, 2024 – Ordinary Resolution

(i) Voted in favour of the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	17	1,111,387	100
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	17	1,111,387	100

(ii) Voted against the resolution

Particulars (remote e-voting/ poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-voting + poll at AGM)
Remote E- Voting	0	0	0
Poll at AGM	0	0	0
Total (remote e- voting + poll at AGM)	0	0	0

(iii) Invalid Votes

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



8. Based on the aforesaid results, I report that Ordinary Resolutions as contained in Item No. 1 to Item No. 4 of the Notice dated 17th June, 2019 have been passed unanimously.
9. The relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approve and sign the minutes of the 89th Annual General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.

Place: Kolkata
Date: 09/09/2019



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