



G. RAMACHANDRAN, B.Com., ACS, LLB  
Company Secretary in Practice

**SCRUTINIZER'S REPORT**

To.

The Chairman  
M/s. Tyford Tea Limited  
Penta Tower 6<sup>th</sup> Floor  
Kaloor  
Ernakulam  
Kerala - 682017

Sub: Scrutinizer's Report on e-voting on the agenda items transacted at the Ninety Ninth Annual General Meeting (AGM) of the Company held on Monday, 22<sup>nd</sup> September 2014 at 11:30 A.M, at Penta Tower, 6<sup>th</sup> Floor, Kaloor, Kochi - 682017.

Dear Sir,

I, G RAMACHANDRAN, Company Secretary in practice, having my office at F-10 Syndicate Residency, Dr. Thomas First Street, Off South Boag, Road, T.Nagar, Chennai - 600017 have been appointed as a scrutinizer by the Board of Directors of M/s. Tyford Tea Limited ("**the Company**") for the purpose of scrutinizing the e-voting process on the below mentioned resolutions at the Annual General Meeting held on Monday, 22<sup>nd</sup> September 2014 at 11:30 A.M at Penta Tower, 6<sup>th</sup> Floor, Kaloor, Kochi - 682017 hereby submit my report as under:



a.	Pursuant to Section 101, 108 of the Act and 3(1) of Rule 20 of the Companies (Management & Administration) Rules, 2014, the notice convening the meeting including Statement under Section 102 of the Act have been dispatched to all the members of the Company through electronic means (wherever email ids were available) and to the other shareholders by registered post on the 26 <sup>th</sup> August 2014 and subsequently, the Notice, convening was also placed on the website of the Company. The members of the Company were given an option to vote electronically on e-voting platform, provided by the Central Depositories Service Limited (CDSL). According to information given to me, neither the Chairman nor the Shareholders demanded Poll at the Annual General Meeting. Therefore, the e-voting results shall be treated as the final one.
b.	The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper of wide circulation on 27 <sup>th</sup> August 2014 and a vernacular newspaper on 28 <sup>th</sup> August 2014.
c.	The e-voting period commenced on 15 <sup>th</sup> September 2014 at 9.30 A.M. and ended on the close of 17 <sup>th</sup> September 6.00 P.M.
d.	Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on 17 <sup>th</sup> September 2014 at 6.15 P.M. the CDSL portal was blocked for voting.
e.	The votes cast were unblocked in the presence of two witnesses on 17 <sup>th</sup> September 2014.
f.	A register has been maintained electronically to record the assent or dissent, received, mentioning particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares.  As there were no shares with differential voting rights, the question of maintaining the list of shares with differential voting rights did not arise.
g.	The Corporate members who had participated in the e-voting had provided the scanned copy of the resolution passed at the Board of Directors for authorization to attend the Annual General Meeting



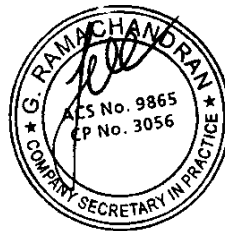
The resolutions for which this Annual General Meeting of the Shareholders was held were as follows:

S.No	Resolutions	Nature of Resolution
1	To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014 and the Profit and Loss Account for the year ended as on that date together with the reports of the Board of Directors and Auditors thereon.	Ordinary
2	To appoint a Director in place of Mr.C.P Gopalakrishnan (DIN: 00379618) who retires by rotation and being eligible offers himself for re-appointment	Ordinary
3.	To appoint a Director in place of Mrs. Saley Abraham (DIN: 00212539) who retires by rotation and being eligible offers herself for re-appointment.	Ordinary
4.	To appoint M/s. Ford, Rhodes, Parks & Co., Chartered Accountants, Chennai as Statutory of the Company.	Ordinary
5.	To appoint Mr. K. Ahmedullah as an Independent Director of the Company.	Ordinary
6.	To appoint Mr. E.Kurien Mathew as an Independent Director of the Company.	Ordinary

As requested by management I submit herewith my consolidated e-voting results:-

A.

Item No. in Notice	No. of Members who cast their votes by E- Voting		Total Valid Votes
	Votes in Favor	Votes Against	
Item No. 1	16	0	16
Item No. 2	15	0	15
Item No. 3	16	0	16
Item No. 4	16	0	16
Item No. 5	16	0	16
Item No. 6	16	0	16



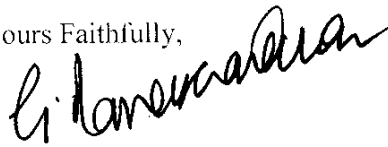
B.

Item No. in Notice	Number of Votes in Favor	Number of Votes Against	Total Valid Votes	Assent %	Dissent %	Passed as Ordinary / Special Resolution
Item No. 1	2,54,692	0	2,54,692	100%	0	Passed As an Ordinary Resolution
Item No. 2	2,54,442	0	2,54,442	100%	0	Passed As an Ordinary Resolution
Item No. 3	2,54,692	0	2,54,692	100%	0	Passed As an Ordinary Resolution
Item No. 4	2,54,692	0	2,54,692	100%	0	Passed As an Ordinary Resolution
Item No. 5	2,54,692	0	2,54,692	100%	0	Passed As an Ordinary Resolution
Item No. 6	2,54,692	0	2,54,692	100%	0	Passed As an Ordinary Resolution

1. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" "AGAINST" and those whose votes were abstained for each resolution which are downloaded from "CDSL" Website is enclosed.
2. The register and other documents relating to e-voting shall remain in our safe custody until the Chairman considers, approve and sign the minutes of the Annual General Meeting and thereafter the same shall be returned and handed over to the Company.

Thanking You,

Yours Faithfully,



G. Ramachandran  
Scrutinizer  
Company Secretary in Practice  
ACS No.9865 C.P. No.3056

Place: Chennai  
Date: 22<sup>nd</sup> September 2014