



WTL/SEC/S-2

8<sup>th</sup> April, 2024

Listing Compliance Monitoring Team  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001  
- Scrip Code 508494

**Sub : Delayed submission of proceedings of General Meeting**

Dear Sir,

We refer to your e-mail communication dated 6<sup>th</sup> April, 2024 on the captioned subject seeking explanation and clarification from the Company and to submit a revised Corporate Announcement alongwith explanation for delay hence we submit as under :

In this connection, we understand that pursuant to sub para 13 of Part A of Schedule III "Proceedings of Annual and Extraordinary General Meeting of the Listed entity and the following details in brief 1) Date of the meeting; 2) Brief details of items deliberated and results thereof; 3) Manner of approval proposed for certain items (e-voting etc.)" is a material event. The same must have been disclosed within twelve hours from the occurrence of events or information as per provisions of regulations 30(6) read with SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13<sup>th</sup> July, 2023.

As soon as the Annual General Meeting of the Company concluded at 14.28 hours on 12<sup>th</sup> September, 2023, the Company started with the preparation of the proceedings of the Annual General Meeting by jotting down all the points for the proper and transparent disclosure to your Exchange keeping in mind the previous requirement of SEBI LODR 2015 i.e. within 24 hours.

We would like to draw your kind attention to the fact that inadvertently, we overlooked/ missed the SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13<sup>th</sup> July, 2023 and it was an unintentional mistake on our part. We sincerely regret for the inconvenience caused which was unknowingly and unintentionally from our end.

We would like to state that our Company has always been meticulous in complying with the BSE Regulations/ SEBI Regulations/Companies Act, etc .

CIN : L01132AS1977PLC001706

website : [www.warrentea.com](http://www.warrentea.com)

Corporate Office : 8<sup>th</sup> Floor, 'Johar Building', P-1, Hide Lane, Kolkata 700 073

Telephone : 033 22360025, Email : [corporate@warrentea.com](mailto:corporate@warrentea.com)

Registered Office : Deohall Tea Estate, P.O. Hoogrijan, Dist. Tinsukia, Assam 786 601



# Warren Tea Limited

Under the current situation, it is our humble request to your goodself not to initiate any action against the Company since our Company has always been compliant to BSE Compliances. We assure your good office that we will be more careful and alert in future in terms of dissemination of material information as well as other disclosures and make sure that all such filings are made within the stipulated time.

Kindly take the same on your record and condone the delay which was occurred extremely unknowingly and unintentionally at our part.

Thanking you,

Yours faithfully,  
Warren Tea Limited

Soma Chakraborty  
Company Secretary

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website : [www.warrentea.com](http://www.warrentea.com)

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# Warren Tea Limited

WTL/SEC/S-2

13<sup>th</sup> September, 2023

The General Manager,  
Department of Corporate Services,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001  
- Scrip Code 508494

Dear Sir,

Sub : 46th Annual General Meeting – Summary of Proceedings

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the enclosed letter of date giving the Summary of Proceedings of the 46th Annual General Meeting has been uploaded on BSE Portal.

Yours faithfully,  
Warren Tea Limited

SOMA  
CHAKRABARTI  
(Soma Chakraborty)  
Company Secretary

Digitally signed by SOMA  
CHAKRABARTI  
Date: 2023.09.13 12:01:03  
+05'30'

Encl : as above

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13<sup>th</sup> September, 2023

The General Manager,  
Department of Corporate Services,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001  
- Scrip Code 508494

The Secretary  
The Calcutta Stock Exchange Limited,  
7 Lyons Range,  
Kolkata 700 001  
- Scrip Code 33002

Dear Sir,

### Summary of the Proceedings of the 46th Annual General Meeting

In accordance with the MCA General Circular number 14/2020 dated 08.04.2020, 17/2020 dated 13.04.2020, 20/2020 dated 05.05.2020, 28/2020 dated 17/08/2020, 02/2021 dated 13/01/2021, 19/2021 dated 08.12.2021, 21/2021 dated 14.12.2021, 02/2022 dated 05.05.2022 and 10/2022 dated 28.12.2022 (collectively referred to as "MCA Circulars") and the Securities and Exchange Board of India Notification nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/POD-2/P/CIR/2023/4 January 5, 2023 ('SEBI Circulars'), the 46<sup>th</sup> Annual General Meeting (AGM) of the Company was held on 12<sup>th</sup> September, 2023 through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"). The meeting commenced at 2.00 PM and concluded at 2.28 PM.

Mr. Vinay K Goenka, Executive Chairman chaired the meeting and requisite quorum being present, called the meeting to order. He informed the members that the 46th AGM is being conducted through Video Conferencing in compliance with 'MCA Circulars and 'SEBI Circulars'. He also informed, in accordance with the Circulars of MCA, SEBI and pursuant to the provisions of Section 108 of the Companies Act, 2013 together with relevant Rules framed thereunder the Company has taken all feasible steps to enable the members to participate through Video Conference and cast their votes through remote e-voting along with the facility to e-vote during the AGM as well for those who have not casted their vote through remote e-voting on the items being considered at the AGM. In accordance with the Circulars, the Notice of this AGM and Annual Report 2022-23 were sent by e-mail to all the members whose e-mail Ids were available and also public notices were issued in English and Assamese newspapers.

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The Chairman informed the members that registers and documents as statutorily required were available for inspection during the AGM.

The Chairman informed the members that the Chairman of Audit Committee, Nomination and Remuneration Committee is unable to be present at this meeting and he has given authorization to Mr. Vinay Kumar Goenka to be present and initiate necessary action on behalf of him at this meeting.

The Chairman also confirmed that the Chairman of Stakeholders Relationship Committee was present at the meeting.

The representatives of M/s GARV & Associates, Statutory Auditors and Mr. Raj Kumar Banthia, Partner of M/s MKB & Associates, Secretarial Auditors, were present at the Meeting.

With the permission of the members, the Notice convening the 46<sup>th</sup> AGM was taken as read.

The Chairman covered the items of Ordinary Business and Special Business as listed under serial nos. 1 to 3 below.

The Chairman informed that no questions have been received by the Company till cut-off date as mentioned in the Notice of the meeting.

The Chairman informed that the Company has engaged Central Depository Services (India) Ltd. to provide remote e-voting facility and e-voting at the AGM to cast their vote electronically, on all resolutions set forth in the Notice convening the 46<sup>th</sup> AGM and enable members to participate in AGM electronically. The Chairman informed that remote e-voting opened on 8<sup>th</sup> September, 2023 (9 a.m.) and concluded on 11<sup>th</sup> September, 2023 (5 p.m.) as scheduled and members who did not exercise their vote by remote e-voting can cast their vote at the AGM. Pursuant to that, e-voting will be kept opened till 15 minutes after the close of the meeting. The Chairman further informed that Mr Raj Kumar Banthia, Practicing Company Secretary was appointed as the scrutinizer for remote e-voting and e-voting at the 46<sup>th</sup> AGM to oversee the evoting process and will collate the votes cast through remote e-voting and those exercised during the AGM and submit the consolidated Report within 48 hours of the conclusion of the AGM.

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**ORDINARY BUSINESS**

1. Adoption of Audited Standalone Financial Statements and Consolidated Financial Statements for the year ended 31st March, 2023 alongwith the Reports of the Board of Directors and the Auditors thereon.
2. Appointment of Director in place of Mr Vinay Kumar Goenka (DIN 00043124) retiring by rotation who being eligible has offered himself for reappointment.

**SPECIAL BUSINESS**  
**(SPECIAL RESOLUTION)**

3. Shifting of Registered Office of the Company from the "State of Assam" to "State of West Bengal" and consequent amendment to the Memorandum of Association of the Company.

The Chairman further informed that the results of the voting will be put up at the Registered and Corporate Offices and shall also be uploaded on the website of the Company and that of CDSL as well as forwarded to the Stock Exchanges in accordance with law.

The Chairman informed that the Company has received request from 6 nos. shareholders to allow them as speaker in the meeting. He requested CDSL to allow them to speak. The Chairman responded appropriately.

The Chairman thanked the members and other board members for their participation in the meeting.

The Annual General Meeting was concluded with a vote of thanks to the chair.

This is for your information and record.

Yours faithfully,  
Warren Tea Limited

SOMA  
CHAKRABARTI  
(Soma Chakraborty)  
Company Secretary

Digitally signed by SOMA CHAKRABARTI  
Date: 2023.09.13 20:12 +05'30'

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