

Ref No: Scottish/Compliance/2023-24/22

Dated: 03/07/2023

To,
The Secretary,
The Calcutta Stock Exchange Ltd
7, Lyons Range,
Kolkata – 700 001

Dear Sir/Madam,

Sub: Disclosure of Voting Result by Postal Ballot

This is with reference to our intimation dated May 31, 2023 about the postal ballot process undertaken by the Company for seeking the approval of the members of the Company in respect of the Special Resolutions for the appointment of Mr. Ravindra Suchanti (DIN: 00143116) and Mr. Azam Monem (DIN: 00023799) as Independent Director (Non-Executive) of the Company for a term of 5 (five) years with effect from April 27, 2023 to April 26, 2028, by way of remote electronic voting only ("e-voting").

The remote e-voting period commenced from 09.00 a.m. (IST) on Friday, June 2, 2023 and ended at 05.00 p.m. (IST) on Saturday, July 1, 2023.

Pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the Regulations") and the Companies Act, 2013, we wish to inform that the said resolution is passed with requisite majority on Saturday, July 1, 2023.

In this regard, please find enclosed herewith the following:

1. Voting results as required under Regulation 44 of the Regulations; and
2. Report of Scrutinizer July 2, 2023, pursuant to Section 108 and 110 of the Companies Act, 2013 and read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Regulations.

The Voting Results along with the Scrutinizer's Report are also being made available on the Company's website at www.scottishassam.com.

We request you to kindly take the above information in your records.

Thanking you,

Yours Faithfully,
For The Scottish Assam (India) Limited

Ritu Bhatte

RITU BHATTER
COMPANY SECRETARY & COMPLIANCE OFFICER



Encl.: As above

Garden : Heeleakah Tea Estate, P.O. Kharikatia, Dist. Jorhat, Assam-785633

A. Details of Voting Result by Postal Ballot Process pursuant to Regulation 44(3) of SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015

Particulars	Details
Date of Postal Ballot Notice	Monday, May 29, 2023
Cut-off Date	Friday, May 26, 2023
Voting Start Date & Time	Friday, June 2, 2023 at 9:00 a.m. (IST)
Voting End Date & Time	Saturday, July 1, 2023 at 5:00 p.m. (IST)
Total Number of Shareholders as on the Cut-off Date	980
No. of shareholders present in the meeting either in person or through proxy:	
Promoter & Promoter group	NA
Public	NA
No. of shareholders attended the meeting through Video Conferencing	
Promoter & Promoter group	NA
Public	NA

B. Result of Postal Ballot

Agenda	Resolution Required	Mode of Voting	Remarks
Appointment of Mr. Ravindra Suchanti (DIN: 00143116) as Non-Executive Independent Director for a term of five consecutive years w.e.f. 27/04/2023	Special Resolution	Remote e-voting	Passed with requisite majority
Appointment of Mr. Azam Monem (DIN: 00023799) as Non-Executive Independent Director for a term of five consecutive years w.e.f. 27/04/2023	Special Resolution		



For THE SCOTTISH ASSAM (INDIA) LTD.

Ritu Bhatter

Company Secretary and Compliance Officer

Agenda-wise disclosure (to be disclosed separately)										
Resolution No. 1										
Special Resolution										
Appointment of Mr. Ravindra Suchanti (DIN: 00143116) as Non-Executive Independent Director for a term of five consecutive years w.e.f. 27/04/2023										
Particulars of 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 pooled 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		449459	74.91	449459	-	100.00	-		
	Poll	600000	-	-	-	-	-	-		
	Postal Ballot		-	-	-	-	-	-		
	Total	600000	449459	74.91	449459	-	100.00	-		
Public - Institutional Holders	E-Voting		-	-	-	-	-	-		
	Poll		-	-	-	-	-	-		
	Postal Ballot		-	-	-	-	-	-		
	Total		-	-	-	-	-	-		
Public - Non Institutional Holders	E-Voting		231	0.12	31	200	13.42	86.58		
	Poll	200000	-	-	-	-	-	-		
	Postal Ballot		-	-	-	-	-	-		
	Total	200000	231	0.12	31	200	13.42	86.58		
Total		800000	449690	56.21	449490	200	99.96	0.04		



For THE SCOTTISH ASSAM (INDIA) LTD.

Ritu Bhatter

Company Secretary and Compliance Officer

Agenda-wise disclosure (to be disclosed separately)										
Resolution No. 2										
Resolution Required										
Special Resolution										
Appointment of Mr. Azam Monem (DIN: 00023799) as Non-Executive Independent Director for a term of five consecutive years w.e.f. 27/04/2023										
Particulars of 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 pooled 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		449459	74.91	449459	-	100.00	-		
	Poll	600000	-	-	-	-	-	-		
	Postal Ballot		-	-	-	-	-	-		
	Total	600000	449459	74.91	449459	-	100.00	-		
Public - Institutional Holders	Remote E-Voting		-	-	-	-	-	-		
	Poll		-	-	-	-	-	-		
	Postal Ballot		-	-	-	-	-	-		
	Total	-	-	-	-	-	-	-		
Public - Non Institutional Holders	Remote E-Voting		231	0.12	31	200	13.42	86.58		
	Poll	200000	-	-	-	-	-	-		
	Postal Ballot		-	-	-	-	-	-		
	Total	200000	231	0.12	31	200	13.42	86.58		
Total		800000	449690	56.21	449490	200	99.96	0.04		



For THE SCOTTISH ASSAM (INDIA) LTD.

Ritu Bhatter

Company Secretary and Compliance Officer

PRAVIN KUMAR DROLIA
(DROLIA & COMPANY)
(Company Secretary in whole time practice)
9, Crooked Lane, Kolkata - 700069
Mobile: 9831196869; Email: droliapraavin@yahoo.co.in

Report of Scrutinizer

[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Board of Directors,
THE SCOTTISH ASSAM (INDIA) LIMITED,
(CIN: L01132WB1977PLC031175)
1, Crooked Lane,
Kolkata-700 069.

Dear Sir,

Sub: Scrutinizer's report on vote cast through remote e-voting on special resolutions passed through Postal Ballot process as per details mentioned in Postal Ballot notice dated 29th May, 2023

I, Pravin Kumar Drolia, (FCS No. 2366 & CP 1362) Proprietor of M/s. Drolia & Company, Company Secretary in whole time practice, Kolkata, was appointed as the Scrutinizer, by the Board of Directors of **The Scottish Assam (India) Limited** ("the Company") at their meeting held on 29th May'2023 for the purpose of scrutinizing the votes casted through remote e-voting and ascertaining the results thereof in a fair and transparent manner in respect of the following special resolutions as set out in the Postal Ballot notice of the Company dated 29th May'2023 ("Notice") in terms of the provisions of Sections 108 and 110 of the Companies Act, 2013 ("Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended read with MCA General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 02/2021 dated 13th January, 2021, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 03/2022 dated 5th May, 2022 and 11/2022 dated 28th December, 2022 ("**MCA Circulars**") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

Type of Resolution	Particulars
<i>1. Special Resolution</i>	Appointment of Mr. Ravindra Suchanti (DIN: 00143116) as Non-Executive Independent Director for a term of five consecutive years w.e.f 27/04/2023
<i>2. Special Resolution</i>	Appointment of Mr. Azam Momen (DIN: 00023799) as Non-Executive Independent Director for a term of five consecutive years w.e.f 27/04/2023

UDIN: F002366E000532821

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars notified from time to time and SEBI Circulars along with rules thereon for passing of the resolutions as set out in notice of postal ballot through remote e voting . My responsibility, as a scrutinizer for scrutinize the voting process is restricted to the extent of ascertaining requisite votes casted i.e., “in Favour” or “Against” the resolution mentioned in the notice of postal ballot.

1. I submit my report as under:

- 1.1. As per the information provided by the Management, CDSL on behalf of the Company had completed the dispatch of notice of postal ballot along with other details through electronic mode on 31st May, 2023 to those Members whose names were appeared in the Register of Members/List of Beneficiaries with registered e-mail addresses as on 26th May, 2023 being the cut-off date fixed by the Board in terms of MCA Circulars.
- 1.2. As per provisions of the Companies Act, 2013, Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the Members / Beneficial Owners as on the cut- off date i.e on 26th May’2023. One share held is equal to one vote. The Company had provided only remote e-voting facility to all its Members to enable them to cast their votes electronically.
- 1.3. As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rule 2014 as amended read with above mentioned Circular, public notices were published in “Financial Express, Kolkata” (English Edition) and “Arthik Lipi, Kolkata” (Bengali Edition) on 1st June,2023 informing the Members about completion of dispatch of Postal Ballot notice electronically along with other information as specified in the rules.
- 1.4. The Company had appointed Central Depository Services (India) Limited (CDSL) to provide the e-voting services platform for facilitating the Members to cast their votes also electronically. The e-voting period was commenced on Friday, June 2, 2023 from 9:00 A.M. (IST) and concluded on Saturday, July 1, 2023 at 5:00 P.M. (IST). The votes cast by the Shareholders through e-voting facility were scrutinized by verifying it using the Scrutinizer’s login on the CDSL e-voting website.
- 1.5. At the meeting of the Board of Directors of the Company held on 29th May’2023 Mrs Divya Jalan, Director and Ritu Bhattar, Company Secretary and Compliance officer of the Company, were severally made responsible for conducting the entire postal ballot process and to take all incidental and necessary steps in this regard.
- 1.6. I have relied on confirmation provided by the Registrar and Share Transfer Agent (RTA) of the Company in relation to details regarding number of shares held by the respective shareholders as on cutoff date, who have participated in remote e voting process against their respective Folio Number/ Client ID.
- 1.7. The details of the voting exercised by the Shareholders through remote e voting were duly scrutinized and processed and the details of the same have been duly entered in a register separately maintained for the purpose in electronic mode. The e-voting facility provided by CDSL was unlocked after the closing hours of voting at 5.00 PM on July, 1’2023 in presence of two witnesses, Mr. Naveen Saraf of 58/26, Prince Anwar Saha Road, Kolkata 700045 and Mr.Anirudh Saraf of 58/26, Prince Anwar Saha Road, Kolkata 700045 , who were not in employment of the above Company.
- 1.9 There were 980 numbers of eligible Members holding total 800000 no(s) of Equity Shares of Rs 10/- each to vote as on cut-off date i.e., 26th May’2023. On scrutiny, I report that out of these shareholders 35 shareholders holding 449690 shares have exercised their vote through remote e-voting. The details of e voting on the proposed resolution as mentioned above are provided in the **Annexure “A”** attached to this report.

RESULTS:

Special resolutions as stated in the postal ballot notice dated 29th May’2023 stand passed with requisite majority on July 1, 2023, since more than three fourth of votes are being casted in favor of both the resolutions.


UDIN: F002366E000532821

I further report that Mrs Ritu Bhattar Company Secretary and Compliance officer of the Company as authorized by the Board in this regard may declare and confirm the above results of e voting at the registered office of the Company not later than July 3,2023 in respect of the resolutions referred hereinabove.

All relevant records relating to remote e-voting will be handed over to the authorized person for safe keeping after the necessary compliances are made in terms of the rules.

Thanking You,

For Pravin Kumar Drolia,
(Company Secretary in whole time practice)

PRAVIN KUMAR DROLIA  Digitally signed by
PRAVIN KUMAR DROLIA
Date: 2023.07.02 12:58:29
+05'30'

(Pravin Kumar Drolia)

Proprietor.

F.C.S .2366, CP 1362

UDIN: F002366E000532821

Date: 2nd July, 2023

Peer review regn no: 1928/2022

Details of e- voting result on the resolutions approved through postal ballot process on Saturday, 1st July,2023 at 5.00 PM

SL No.	Resolution	Mode	No. of folios received	Total no. of Shares held	Valid votes		% of Valid votes casted	Invalid votes		% of Invalid votes casted	Valid votes casted in favour of the resolutions		% of valid votes casted in favour of the resolutions	Votes casted against the resolutions		% of Valid votes casted against the resolutions	Abstain	
					No. of folios received	votes casted		No. of folios received	votes casted		No. of folios received	Votes casted		No. of folios	Votes casted		No. of folios/	Votes
1	Appointment of Mr. Ravindra Suchanti (DIN: 00143116) as Non-Executive Independent Director for a term of five consecutive years w.e.f 27/04/2023 (passed as a special resolution).	Electronic	35	449690	35	449690	100.00	0	0	0.00	34	449490	99.96	1	200	0.04	0	0
		TOTAL	35	449690	35	449690	100.00	0	0	0.00	34	449490	99.96	1	200	0.04	0	0
2	Appointment of Mr. Azam Momen (DIN: 00023799) as Non-Executive Independent Director for a term of five consecutive years w.e.f 27/04/2023 (passed as a special resolution).	Electronic	35	449690	35	449690	100.00	0	0	0.00	34	449490	99.96	1	200	0.04	0	0
		TOTAL	35	449690	35	449690	100.00	0	0	0.00	34	449490	99.96	1	200	0.04	0	0

For Pravin Kumar Drolia,
(Company Secretary in whole time practice)

PRAVIN KUMAR DROLIA
Digitally signed by PRAVIN KUMAR DROLIA
Date: 2023.07.02 12:56:17 +05'30'
Pravin Kumar Drolia,
Proprietor
UDIN: F002366E000532821,
F.C.S No.2366, C P No.1362
Peer review unit reg: 1928/2022
Date: 2nd July, 2023

Name and address of witnesses

1 sd/-
Mr. Naveen Saraf of
58/26, Prince Anwar Saha Road,
Kolkata - 700045.

2 sd/-
Mr. Anirudh Saraf of
58/26, Prince Anwar Saha Road,
Kolkata - 700045.