



James Warren Tea Limited

CIN : L15491AS2009PLC009345

12, Pretoria Street, Kolkata 700 071, Telephone : 033-4034 1000, Telefax : 033-4034 1015

E-mail : sec@jwtl.in, Website : www.jameswarrentea.com

Date: 13.05.2024

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001 Scrip Code : 538564	The Calcutta Stock Exchange Ltd. 7, Lyons Range, Kolkata –700 001. Scrip Code : 020263
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Dear Sir(s) / Madam,

Sub: Proceedings of Postal Ballot

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the proceedings of the Postal Ballot are enclosed.

Thanking You,

Yours faithfully,

For James Warren Tea Ltd

Ayushi Mundhra
Company Secretary



Encl: As above



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SUMMARY OF THE PROCEEDINGS RELATING TO RESULTS DECLARED ON 13TH MAY, 2024 FOR THE VOTING BY POSTAL BALLOT CONDUCTED PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014, ON THE SPECIAL RESOLUTIONS DEEMED TO BE PASSED ON 13TH MAY, 2024 BY THE SHAREHOLDERS OF JAMES WARREN TEA LIMITED.

Pursuant to the provisions of Section 108, Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (the "MCA") for holding general meetings / conducting postal ballot through e-voting vide General Circular Nos. 14/2020 dated 8th April 2020 and the last Circular No. 9/2023 dated 25th September, 2023 (the "Relevant Circulars"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), Secretarial Standard – 2 issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, including any statutory modification(s) or re-enactment(s) thereto for the time being in force, to approve the following resolutions **by means of Special Resolutions** through postal ballot by voting through electronic means only ("remote e-voting").

1. 'Appointment of Mr. Rajeev Takru (DIN: 00023796) as an Independent Director of the Company'
2. 'Re-Appointment of Mr. Raghav Lall (DIN: 05121368) as an Independent Director for a second term of 5 years'

MCA has clarified that for companies that are required to provide e-voting facility under the Act, while they are transacting any business only by postal ballot up to September 30, 2024, the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis. Further, the Company need to send Postal Ballot Notice by email only to all its members who have registered their email addresses with the Company or depository / depository participants and the communication of assent / dissent of the members take place through the remote e-voting system. This Postal Ballot is accordingly being initiated in compliance with the MCA Circulars.

Hence, in compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope were not required to be sent to the members for this Postal Ballot and members are required to communicate their assent or dissent through the remote e-voting system only.





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The remote e-voting commenced from Sunday, April 14, 2024 at 9:00 A.M. and ended on Monday, May 13, 2024 at 5:00 P.M.

Mr. Santosh Kumar Tibrewalla, a Practicing Company Secretary who was appointed by the Board of Directors at its meeting held on 23rd March, 2024 as the scrutinizer for conducting postal ballot process in a fair and transparent manner, submitted his report on the postal ballot.

Thereafter, on the basis of the report of the Scrutinizer, Mr. Sandip Das, Whole-time Director of the Company declared the results on 13th May, 2024 at 7.00 P.M. on the following resolutions as set out in the Postal Ballot notice and informed that the results would be placed on the website of the Company at www.jameswarrentea.com and would also be intimated to Stock Exchanges and the depositories along with Scrutinizer's Report.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, details regarding postal ballot are as follows:

The Scrutinizer's in his Report (e-voting) reported the voting on the resolutions as follows :

VOTING RESULTS

POSTAL BALLOT NOTICE DATED 23rd MARCH, 2024 OF JAMES WARREN TEA LIMITED.

General information about company	
BSE Code	538564
CSE Code	20263
ISIN	INE718P01017
Name of the company	JAMES WARREN TEA LIMITED
Type of meeting	Postal Ballot
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	Date of declaration of results: 13 th May, 2024 Deemed dated of passing of resolution: 13 th May, 2024
Start time of the meeting	Not Applicable
End time of the meeting	Not Applicable





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Scrutinizer Details	
Name of the Scrutinizer	Mr. Santosh Kumar Tibrewalla
Firms Name	Santosh Kumar Tibrewalla
Qualification	Practicing Company Secretary
Membership Number	3811
Date of Board Meeting in which appointed	23 rd March, 2024
Date of Issuance of Report to the Company	13 th May, 2024

Voting results	
Record date	29 th March, 2024
Total number of shareholders on record date	7319
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	NA
b) Public	NA
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	NA
b) Public	NA
No. of resolutions passed in the meeting	2 (Two)
Disclosure of notes on voting results	NA





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RESOLUTION NO.1:

APPOINTMENT OF MR. RAJEEV TAKRU (DIN: 00023796) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

(As a Special Resolution)

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Rajeev Takru (DIN: 00023796) as an Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	25,38,421	25,38,421	100.00	25,38,421	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		25,38,421	25,38,421	100.00	25,38,421	-	100.00
Public-Institutions	E-Voting	257	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		257	-	-	-	-	-
Public-Non Institutions	E-Voting	11,61,322	4,311	0.37	3,528	783	81.84	18.16
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		11,61,322	4,311	0.37	3,528	783	81.84
Total		37,00,000	25,42,732	68.72	25,41,949	783	99.97	0.03
Whether resolution is Passed or Not.			Yes					
Disclosure of notes on resolution			NA					





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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	NIL
Public Institutions	NIL
Public - Non Institutions	NIL





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RESOLUTION NO.2:

RE-APPOINTMENT OF MR. RAGHAV LALL (DIN: 05121368) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM OF 5 YEARS

(As a Special Resolution)

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-Appointment of Mr. Raghav Lall (DIN: 05121368) as an Independent Director for a second term of 5 years.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	25,38,421	25,38,421	100.00	25,38,421	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		25,38,421	25,38,421	100.00	25,38,421	-	100.00
Public-Institutions	E-Voting	257	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		257	-	-	-	-	-
Public-Non Institutions	E-Voting	11,61,322	4,311	0.37	3,528	783	81.84	18.16
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		11,61,322	4,311	0.37	3,528	783	81.84
Total		37,00,000	25,42,732	68.72	25,41,949	783	99.97	0.03
Whether resolution is Passed or Not.			Yes					
Disclosure of notes on resolution			NA					





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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	NIL
Public Institutions	NIL
Public - Non Institutions	NIL

Based on the aforesaid report, Mr. Sandip Das, Whole-time Director of the Company, announced the result on Resolutions Nos. 1 & 2 as declared **passed by 3/4th Majority**.

As per Secretarial Standard II the aforesaid resolutions are deemed to be passed on 13th May, 2024 being the last date of the postal ballot remote e-voting.

For James Warren Tea Limited



Ayushi Mundhra
Company Secretary & Compliance Officer

Date: 13.05.2024

Place: Kolkata