August 11, 2025

BSE Limited

Phiroze-Jeejeebhoy Towers,

Dalal Street, Mumbai-400 001

Scrip Code: 538902

National Stock Exchange of India Ltd.,

Exchange Plaza, C-1, Block G, 5th Floor Bandra

Kurla Complex, Bandra (E),

Mumbai -400 051

Symbol: DTIL

Dear Sirs,

Sub: Scrutinizer's Report on the Voting Results - AGM

Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the following in connection with the Voting Results relating to Remote e-voting and E-voting at the 28th Annual General Meeting (AGM) in respect to all the Resolutions contained in the Notice of the AGM of the Company held on Friday, 8th August, 2025 through Video Conference (VC) / Other Audio Visual Means (OAVM):

- Copy of the Scrutinizer's report.

- Voting Results as per Regulation 44(3) of the SEBI LODR, Regulations, 2015

Thanking You.

Yours faithfully, For Dhunseri Tea & Industries Limited

Urmi Bholika

Urmi Bhotika Company Secretary & Compliance Officer

Encl: As above

Ph.: +91 33 2280 1950 (Five Lines) Fax: +91 33 2287 8350/9274 Email: mail@dhunseritea.com, Website: www.dhunseritea.com

COMPANY SECRETARIES

CENTRE POINT, ROOM No. 419, 21, HEMANTA BASU SARANI. 4th FLOOR, KOLKATA - 700 001 Cell: 09830053619

E-mail: dhanuka419@yahoo.co.in

Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Dhunseri Tea & Industries Limited
'Dhunseri House', 4A, Woodburn Park,
Kolkata-700020

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and E-voting at the 28th Annual General Meeting (AGM) of Dhunseri Tea & Industries Limited held on Friday, 08th August, 2025 at 03.00 P.M. IST through video conferencing ('VC') / other audio visual means ('OAVM').

I, Kailash Chandra Dhanuka, Practicing Company Secretary (FCS-2204/ CP-1247) and proprietor of M/s. K. C. Dhanuka & Co., Company Secretaries, Kolkata had been appointed, as the Scrutinizer by the Board of Directors of Dhunseri Tea & Industries Limited ("Company"), for the purpose of scrutinizing the Remote E-voting process (Remote E-voting) and Voting through Electronic Voting System (E-voting) during the Annual General Meeting (AGM), pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015, in respect of the below mentioned resolutions passed at the 28th Annual General Meeting ("AGM") of the Company, held on Friday, 08th August 2025, at 03.00 P.M. IST through VC/ OAVM.

The notice dated 22nd May, 2025, as confirmed by the Company was sent to the shareholders whose email addresses are registered with the Company/ Depositories in accordance with the guidelines prescribed by Ministry of Corporate Affairs (MCA) vide its Circular No. 14/2020 dated 08th April, 2020; 17/2020 dated 13th April, 2020; 10/2022 dated 28th December 2022 read with Circular Nos. 20/2020 dated 5th May 2020; 02/2021 dated 13th January, 2021; 19/2021 dated 8th December, 2021; 21/2021 dated 14th December, 2021; 2/2022 dated 5th May 2022 and 9/2023 dated 25th September, 2023 and General Circular No. 09/2024 dated 19th September, 2024 (collectively referred to as "MCA circulars") and SEBI Circulars dated 12th May, 2020; 15th January, 2021,13th May, 2022, 5th January 2023 and 3rd October, 2024 in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC/ OAVM and who had not cast their vote earlier through remote e-voting process.

The Company had engaged National Securities Depository Limited ("NSDL") as the authorized agency to provide secured system for conducting the remote e-voting and e-voting at the said AGM for the Shareholders of the Company.

COMPANY SECRETARIES

21, HEMANTA BASU SARANI. 4th FLOOR, KOLKATA - 700 001 Cell: 09830053619

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The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to Remote E-voting process (Remote E-voting) and Voting through Electronic Voting System (E-voting) during the AGM, on the resolutions proposed in the Notice of the 28th Annual General Meeting of the Company dated 22nd May, 2025 is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the Remote E-voting process (Remote E-voting) and Voting through Electronic Voting System (E-voting) during the AGM, are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, on the resolutions to the Chairman, based on the reports generated from the electronic voting system provided by the National Securities Depository Limited ("NSDL").

Further to the above, I submit my report as under:-

- i) The remote e-voting period remained open from Monday, 04th August, 2025 (at 09.00 am IST) to Thursday, 07th August, 2025 (at 05.00 pm IST).
- ii) The Members of the Company as on the "cut-off" date (record date for the purpose of remote e-voting, i.e. Friday, 01st August, 2025) were entitled to vote on the resolutions (item no. 1 to 6 as set out in the Notice dated 22nd May, 2025 of 28th AGM of the Company).
- iii) The names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the 28th AGM through VC and who had not cast their vote through on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- iv) After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of NSDL (https://www.evoting.nsdl.com/). Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for/ against" each of the resolutions that were put to vote, were generated from the e-voting website of NSDL.
- v) Based on the reports generated from the NSDL e-voting website, the consolidated report on the voting on each resolution, pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015, is as under:

A. ORDINARY BUSINESS

1. As an Ordinary Resolution

To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2025, including the audited Balance Sheet as at 31st March, 2025, the Statement of Profit & Loss for the year ended 31st March, 2025, the Cash Flow Statement for the year ended 31st March, 2025 and the Reports of the Board of Directors and Auditors' thereon.

i. Voted in favour of the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
Remote E-voting	90	7281684	99.94%
E-voting at the AGM	0	0	0.00%
Total	90	7281684	99.94%



COMPANY SECRETARIES

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ii. Voted against the resolution:

M	ode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
Rei	mote E-voting	12	4097	0.06%
E-vot	ting at the AGM	0	0	0.00%
	Total	12	4097	0.06%

iii. Invalid votes:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)
Remote E-voting	0	0
E-voting at the AGM	0	0
Total	0	0

2. As an Ordinary Resolution

To declare a dividend of Re. 1.00/- per equity share for the financial year ended March 31, 2025.

i. Voted in favour of the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
Remote E-voting	90	7281699	99.94%
E-voting at the AGM	0	0	0.00%
Total	90	7281699	99.94%

ii. Voted against the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
Remote E-voting	11	4067	0.06%
E-voting at the AGM	0	0	0.00%
Total	11	4067	0.06%

iii. Invalid votes:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)
Remote E-voting	0	0
E-voting at the AGM	0	0
Total	0	0



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3. As an Ordinary Resolution

To appoint a Director in place of Mr. Rajiv Kumar Sharma (DIN: 05197101), who retires by rotation and being eligible offers himself for re-appointment.

i. Voted in favour of the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
Remote E-voting	88	7281519	99.94%
E-voting at the AGM	0	0	0.00%
Total	88	7281519	99.94%

ii. Voted against the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
Remote E-voting	12	4097	0.06%
E-voting at the AGM	0	0	0.00%
Total	12	4097	0.06%

iii. Invalid votes:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)
Remote E-voting	0	0
E-voting at the AGM	0	0
Total	0	0

B. SPECIAL BUSINESS

4. As a Special Resolution

Re- designation of Ms. Bharati Dhanuka (DIN: 02397650)

i. Voted in favour of the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
Remote E-voting	86	7208485	99.94%
E-voting at the AGM	0	0	0.00%
Total	86	7208485	99.94%

ii. Voted against the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
Remote E-voting	12	4097	0.06%
E-voting at the AGM	0	0	0.00%
Total	12	4097	0.06%



COMPANY SECRETARIES

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iii. Invalid votes:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)
Remote E-voting	0	0
E-voting at the AGM	0	0
Total	0	0

5. As an Ordinary Resolution

Appointment of M/s. M Shahnawaz & Associates, (Firm Registration Number – S2015WB331500), Practicing Company Secretaries as Secretarial Auditor of the Company for five years (FY 2025-26 till FY 2029-30)

i. Voted in favour of the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast	
Remote E-voting	89	7281669	99.94%	
E-voting at the AGM	0	0	0.00%	
Total	89	7281669	99.94%	

ii. Voted against the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
Remote E-voting	12	4097	0.06%
E-voting at the AGM	0	0	0.00%
Total	12	4097	0.06%

iii. Invalid votes:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares,		
Remote E-voting	0	0		
E-voting at the AGM	0	0		
Total	0	0		

6. As an Ordinary Resolution

To ratify the remuneration of the Cost Auditors for the year 2025-2026.

i. Voted in favour of the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast	
Remote E-voting	89	7281669	99.94%	
E-voting at the AGM	0	0	0.00%	
Total	89	7281669	99.94%	

ii. Voted against the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
Remote E-voting	12	4097	0.06%
E-voting at the AGM	0	0	0.00%
Total	12	4097	0.06%

COMPANY SECRETARIES

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iii. Invalid votes:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)		
Remote E-voting	0	0		
E-voting at the AGM	0	0		
Total	0	0		

The Registers, all other papers and relevant records relating to e-voting and ballot papers shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking you,

Place: Kolkata

Date: 11th August, 2025

Yours faithfully,

K. C. DHANUKA & CO. Company Secretaries

Firm Registration No. S1988WB004200

Klenuke

K. C. DHANUKA

11/08/20

Proprietor

FCS-2204, CP-1247

Peer Review Certificate No. 2776/2022

UDIN: F002204G000978245

DHUNSERI TEA & INDUSTRIES LTD

AGM Attended and Voting Summary AGM Format for Voting Result

Date of the AGM	08-Aug-25
Total Number of Shareholders on Record Date	16288
No. of Shareholders Present in the Meeting Either in Pe	erson or Through Proxy :
Promoter & Promoter Group	
Public	
Total	
No. of Shareholders Attended the Meeting Through Vic	deo Conferencing:
Promoter & Promoter Group	17
Public	39
Total	56

1	To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2025, including the audited Balance Sheet as at 31st March, 2025, the Statement of Profit and Loss for the year ended 31st March, 2025, the Cash Flow Statement for the year ended 31st March, 2025 and the Reports of the Board of Directors and Auditors thereon								
Whether Pro		oter Group Are Intere	ested In The			No			
Category	∕lode of Votin	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 &	Remote Evot	7239289	7239289	100.0000	7239289	0	100.0000	0.0000	
Promoter	Evoting at AG	M	0		0	0			
Group	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.	
	Total		7239289	100.0000	7239289	0	100.0000	0.0000	
Public-	Remote Evot	209052	0	0.0000	0	0			
Institutional	Evoting at AG	М	0	0.0000	0	0			
holders	Postal Ballot	(if applicable)	N.A.		N.A.	N.A.	N.A.	N.A.	
	Total		0	0.0000	0	0			
Public-Non	Remote Evot	3059086	46492	1.5198	42395	4097	91.1877	8.8123	
Institution	Evoting at AGM		0	0.0000	0	0			
holders	Postal Ballot	(if applicable)	N.A.		N.A.	N.A.	N.A.	N.A.	
	Total		46492	1.5198	42395	4097	91.1877	8.8123	
	Total	10507427	7285781	69.3393	7281684	4097	99,9438	0.0562	

		ter Group Are Intere	ested In The			No		
Agenda / Re	solution ?							
Category	∕lode of Votin	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)]*	% of votes against on votes polled (7)=[(5)/(2)] *100
Promoter &	Remote Evot	7239289	7239289	100.0000	7239289	0	100.0000	0.0000
Promoter	oter Evoting at AGM	0		0	0			
Group	Postal Ballot (if applicable)		N.A. N		N.A.	N.A.	N.A.	N.A.
	Total		7239289	100.0000	7239289	0	100.0000	0.0000
Public-	Remote Evot	209052	0	0.0000	0	0		
Institutional	Evoting at AGN	M	0	0.0000	0	0		
nolders	Postal Ballot (i	f applicable)	N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non	Remote Evot	3059086	46477	1.5193	42410	4067	91.2494	8.7506
nstitution			0	0.0000	0	0		
holders			N.A.		N.A.	N.A.	N.A.	N.A.
	Total		46477	1.5193	42410	4067	91.2494	8.7506
	Total	10507427	7285766	69.3392	7281699	4067	99,9442	0.0558



3	To appoint a	director in place of M	lr. Rajiv Kumar Sharma	a (DIN: 05197101), w	ho retires by rotation	and being eligible of	fers himself for re-app	pointment.
	moter / Promo	oter Group Are Intere				No		
Agenda / Re	vode of Votin	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 &	Remote Evot	7239289	7239289	100.0000	7239289	0	100.0000	0.0000
Promoter	Evoting at AG	M	0		0	0		
Group	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		7239289	100.0000	7239289	0	100.0000	0.0000
Public-	Remote Evot	209052	0	0.0000	0	0		
Institutional	Evoting at AG	M	0	0.0000	0	0		
holders	Postal Ballot	(if applicable)	N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non	n Remote Evot 3059086	46327	1.5144	42230	4097	91.1563	8.8437	
nstitution Evoting at AGM	M	0	0.0000	0	0			
holders	Postal Ballot	(if applicable)	N.A.		N.A.	N.A.	N.A.	N.A.
	Total		46327	1.5144	42230	4097	91.1563	8.8437
	Total	10507427	7285616	69.3378	7281519	4097	99.9438	0.0562

		ter Group Are Intere	ested In The			Yes		
Agenda / Res	Mode of Votin	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)]*	% of votes against on votes polled (7)=[(5)/(2)] *100
Promoter &	Remote Evot	7239289	7166105	98.9891	7166105	0	100.0000	0.0000
Promoter	Evoting at AGN	N	0		0	0		
Group	Postal Ballot (if applicable)		N.A.	N.A.		N.A.	N.A.	N.A.
	Total		7166105	98.9891	7166105	0	100.0000	0.0000
Public-	Remote Evot	209052	0	0.0000	0	0		
Institutional	Evoting at AGN	M	0	0.0000	0	0		
holders	Postal Ballot (i	f applicable)	N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non	Remote Evot	3059086	46477	1.5193	42380	4097	91.1849	8.8151
Institution	Evoting at AGM Postal Ballot (if applicable)		0	0.0000	0	0		
holders			N.A.		N.A.	N.A.	N.A.	N.A.
	Total		46477	1.5193	42380	4097	91.1849	8.8151
	Total	10507427	7212582	68.6427	7208485	4097	99.9432	0.0568

5	Appointment	of Secretarial Audito	rs of the Company an	of the Company and to fix their remuneration								
Whether Pro	omoter / Promo	oter Group Are Intere	ested In The			No						
Agenda / Res	solution ?											
Category	∕lode of Votin	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)]*	% of votes against on votes polled (7)=[(5)/(2)] *100				
Promoter &	Remote Evot	7239289	7239289	100.0000	7239289	0	100.0000	0.0000				
Promoter	Evoting at AG	M	0		0	0						
Group	Postal Ballot (if applicable)	N.A. N.A.		N.A. N.A.	N.A.	N.A.	N.A.				
	Total		7239289	100.0000	7239289	0	100.0000	0.0000				
Public-	Remote Evot	209052	0	0.0000	0	0						
Institutional	Evoting at AG	M	0	0.0000	0	0						
holders	Postal Ballot ((if applicable)	N.A.		N.A.	N.A.	N.A.	N.A.				
	Total		0	0.0000	0	0						
Public-Non Institution	Remote Evot	3059086	46477	1.5193	42380	4097	91.1849	8.8151				
	Evoting at AG	M	0	0.0000	0	0						
holders	Postal Ballot ((if applicable)	N.A.		N.A.	N.A.	N.A.	N.A.				
	Total		46477	1.5193	42380	4097	91.1849	8.8151				
	Total	10507427	7285766	69.3392	7281669	4097	99.9438	0.0562				



6			ost Auditors for the year 2025-2026					
Whether Promoter / Promoter Group Are Intere			sted In The No					
Agenda / Re	solution ?							
Category	∕lode of Votin	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	Remote Evot	7239289	7239289	100.0000	7239289	0	100.0000	0.000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		7239289	100.0000	7239289	0	100.0000	0.0000
Public- Institutional holders	Remote Evot	209052	0	0.0000	0	0		
	Evoting at AGM Postal Ballot (if applicable)		0	0.0000	0	0		
			N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Evot	3059086	46477	1.5193	42380	4097	91.1849	8.815
	Evoting at AGM Postal Ballot (if applicable)		0	0.0000	0	0		
			N.A.		N.A.	N.A.	N.A.	N.A.
	Total		46477	1.5193	42380	4097	91.1849	8.8151
	Total	10507427	7285766	69.3392	7281669	4097	99.9438	0.0562

