

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 29th Annual General Meeting (AGM) of Dhunseri Tea & Industries Limited held on Wednesday, 19th August, 2026 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 29th Annual General Meeting ("AGM") of the Company, held on Wednesday, 19th August 2026, at 03.00 P.M. IST through VC/ OAVM.

The notice dated 25th May, 2026, 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; General Circular No. 09/2024 dated 19th September, 2024 and General Circular No. 03/2025 dated 22nd September 2025 (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.



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 29th Annual General Meeting of the Company dated 25th May, 2026 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 Saturday, 15th August, 2026 (at 09.00 am IST) to Tuesday, 18th August, 2026 (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. Wednesday, 12th August, 2026) were entitled to vote on the resolutions (item no. 1 to 5 as set out in the Notice dated 25th May, 2026 of 29th 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 29th 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, 2026, including the audited Balance Sheet as at 31st March, 2026, the Statement of Profit & Loss for the year ended 31st March, 2026, the Cash Flow Statement for the year ended 31st March, 2026 and the Reports of the Board of Directors and Auditors' thereon.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	75	7253020	100%
E-voting at the AGM	0	0	0
Total	75	7253020	100%



ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	14	91	0.00*
E-voting at the AGM	0	0	0.00
Total	14	91	0.00*

iii. Invalid votes:

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

*Rounded off-

2. As an Ordinary Resolution

To declare a dividend of Rs. 2.00/- per equity share for the financial year ended March 31, 2026.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	77	7253056	100%
E-voting at the AGM	0	0	0
Total	77	7253056	100%

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	12	55	0.00*
E-voting at the AGM	0	0	0.00
Total	12	55	0.00*

iii. Invalid votes:

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

*Rounded off-



3. As an Ordinary Resolution

To appoint a Director in place of Ms. Bharati Dhanuka (DIN: 02397650), who retires by rotation and being eligible offers herself 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	75	7253020	100%
E-voting at the AGM	0	0	0
Total	75	7253020	100%

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	14	91	0.00*
E-voting at the AGM	0	0	0
Total	14	91	0.00*

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

*Rounded off-

B. SPECIAL BUSINESS**4. As a Special Resolution**

Approval of remuneration of Mr. Chandra Kumar Dhanuka (DIN: 00005684) for the remaining tenure of his 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	71	7176236	100%
E-voting at the AGM	0	0	0
Total	71	7176236	100%

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	14	91	0.00*
E-voting at the AGM	0	0	0.00
Total	14	91	0.00*



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

*Rounded off-

5. As an Ordinary Resolution

To ratify the remuneration payable to Cost Auditors for the year 2026-27.

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	75	7253020	100%
E-voting at the AGM	0	0	0
Total	75	7253020	100%

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	14	91	0.00*
E-voting at the AGM	0	0	0.00
Total	14	91	0.00*

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 : 20th August 2026

Yours faithfully,

K. C. DHANUKA & CO.

Company Secretaries

Firm Registration No. S1988WB004200



K. C. DHANUKA

Proprietor

FCS-2204, CP-1247

Peer Review Certificate No. 2776/2022

UDIN: F002204H001161296

K. C. Dhanuka
20/08/2026

DHUNSERI TEA & INDUSTRIES LTD

AGM Attended and Voting Summary AGM

Format for Voting Result

Date of the AGM	19-Aug-26
Total Number of Shareholders on Record Date	15665
No. of Shareholders Present in the Meeting Either in Person or Through Proxy :	
Promoter & Promoter Group	
Public	
Total	
No. of Shareholders Attended the Meeting Through Video Conferencing :	
Promoter & Promoter Group	17
Public	47
Total	64

1	To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2026, including the audited Balance Sheet as at 31st March, 2026, the Statement of Profit & Loss for the year ended 31st March, 2026, the Cash Flow Statement for the year ended 31st March, 2026 and the Reports of the Board of Directors and Auditors' thereon.							
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 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 Voting at AGM	7250289	7250289	100.0000	7250289	0	100.0000	0.0000
	Postal Ballot (if applicable)		0		0	0		
	Total		7250289	100.0000	7250289	0	100.0000	0.0000
Public-Institutional holders	Remote Voting at AGM	209052	0	0.0000	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0		
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Voting at AGM	3048086	2822	0.0926	2731	91	96.7753	3.2247
	Postal Ballot (if applicable)		0	0.0000	0	0		
	Total		2822	0.0926	2731	91	96.7753	3.2247
Total		10507427	7253111	69.0284	7253020	91	99.9987	0.0013

2	To declare a dividend of Rs. 2.00/- per equity share for the financial year ended March 31, 2026							
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?								
Category	Mode of Voting	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 Voting at AGM	7250289	7250289	100.0000	7250289	0	100.0000	0.0000
	Postal Ballot (if applicable)		0		0	0		
	Total		7250289	100.0000	7250289	0	100.0000	0.0000
Public-Institutional holders	Remote Voting at AGM	209052	0	0.0000	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0		
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Voting at AGM	3048086	2822	0.0926	2767	55	98.0510	1.9490
	Postal Ballot (if applicable)		0	0.0000	0	0		
	Total		2822	0.0926	2767	55	98.0510	1.9490
Total		10507427	7253111	69.0284	7253056	55	99.9992	0.0008



3 To appoint a Director in place of Ms. Bharati Dhanuka (DIN: 02397650), who retires by rotation and being eligible offers herself for re-appointment								
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?								
Category	Mode of Voting	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 Voting	7250289	7250289	100.0000	7250289	0	100.0000	0.0000
	E voting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		7250289	100.0000	7250289	0	100.0000	0.0000
Public-Institutional holders	Remote Voting	209052	0	0.0000	0	0		
	E voting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Voting	3048086	2822	0.0926	2731	91	96.7753	3.2247
	E voting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		2822	0.0926	2731	91	96.7753	3.2247
Total		10507427	7253111	69.0284	7253020	91	99.9987	0.0013

4 Approval of remuneration of Mr. Chandra Kumar Dhanuka (DIN: 00005684) for the remaining tenure of his appointment								
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?								
Category	Mode of Voting	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 Voting	7250289	7173505	98.9410	7173505	0	100.0000	0.0000
	E voting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		7173505	98.9410	7173505	0	100.0000	0.0000
Public-Institutional holders	Remote Voting	209052	0	0.0000	0	0		
	E voting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Voting	3048086	2822	0.0926	2731	91	96.7753	3.2247
	E voting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		2822	0.0926	2731	91	96.7753	3.2247
Total		10507427	7176327	68.2977	7176236	91	99.9987	0.0013

5 To ratify the remuneration payable to Cost Auditors for the year 2026-27								
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?								
Category	Mode of Voting	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 Voting	7250289	7250289	100.0000	7250289	0	100.0000	0.0000
	E voting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		7250289	100.0000	7250289	0	100.0000	0.0000
Public-Institutional holders	Remote Voting	209052	0	0.0000	0	0		
	E voting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0		
Public-Non Institution holders	Remote Voting	3048086	2822	0.0926	2731	91	96.7753	3.2247
	E voting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		2822	0.0926	2731	91	96.7753	3.2247
Total		10507427	7253111	69.0284	7253020	91	99.9987	0.0013

