Warren Tea Limited

WTL/SEC/S-2

14th September, 2026

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

Dear Sir,

Ref : Regulation 30 of Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015

Sub : Submission of the Summary of Proceedings of 49th Annual General Meeting of
Warren Tea Limited held on 14th September, 2026 at 12.30 PM through Audio Visual Means

This is to intimate you that the 49th Annual General Meeting (AGM) of the Company was held today, 14th September, 2026 at 12.30 PM (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM). The meeting was conducted in compliance with the framework prescribed by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) to transact the business set out in the Notice of the AGM dated 17th July, 2026.

In this regard, pursuant to Regulation 30, Para A of Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the relevant SEBI Circulars issued thereunder, the enclosed Summary of Proceedings of the 49th AGM has been uploaded on BSE Portal.

The AGM concluded at 1.10 PM (IST). The Voting Results will be announced shortly upon receipt of the Scrutinizer's Report and will be made available on the website of the Company at www.warrentea.com as well as on the website of Central Depository Services (India) Ltd. at www.evotingindia.com

This is for your information and records.

Yours faithfully,
Warren Tea Limited

Soma Chakraborty
(Soma Chakraborty)
Executive Director & Company Secretary
DIN : 08825627
Encl : as above

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

Dear Sir,

Summary of the Proceedings of the 49th Annual General Meeting

The 49th Annual General Meeting (AGM) of the members of Warren Tea Limited ("the Company") was held on Monday, 14th September, 2026 through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") in accordance with Ministry of Corporate Affairs ('MCA') and Securities and Exchange Board of India (SEBI) Circulars. The meeting commenced at 12.30 PM (IST) and concluded at 1.10 PM (IST).

The Registered & Corporate office of the Company i.e. Johar Building, 8th floor, P-1, Hide Lane, Kolkata 700 073 was the venue for the AGM.

The Chairman, Mr. Vinay Kumar Goenka chaired the meeting, welcomed the members, explained the procedural and technical points relating to participation, and informed that the Company had provided the facility to cast votes electronically through the Central Depository Services Limited ('CDSL') system prior to the meeting. He further noted that the e-voting facility was also made available during the meeting for the benefit of members who were present but had not cast their votes earlier through remote e-voting. After ascertaining that the requisite quorum was present, the Chairman declared the meeting validly constituted and commenced the proceedings.

The Chairman informed the members that the following Directors were present at the venue of the AGM :

1) Mr. Vivek Goenka – Vice Chairman & Managing Director
2) Mrs. Soma Chakraborty – Executive Director & Company Secretary
3) Mr. Indraneel Banik – Executive Director & Chief Financial Officer
4) Mrs. Atrayee Ghosal – Non Executive Independent Director and Chairman of Audit Committee and Stakeholders Relationship Committee

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The Chairman further informed that Mr. D. C. Dharewa and Mr. Umang More, Non Executive Independent Directors attended the meeting through VC from their respective locations. Mr. Kunal R. Shah, Chairman of the Nomination & Remuneration Committee was unable to attend the meeting and he had given authorization to the Chairman of the Company to initiate necessary action on his behalf at the meeting. Since there was no physical attendance of members, the requirement of appointing proxies was not applicable. The meeting was called to order and the Registers required under the Companies Act, 2013, were made available for inspection.

The Chairman informed the members that in accordance with the Circulars issued by the MCA and SEBI, and pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the relevant Rules framed thereunder, the Company has taken all feasible steps to enable members to participate through Video Conferencing and cast their votes. He highlighted that both remote e-voting and e-voting during the AGM were made available for those who had not already cast their votes on the items being considered. In compliance with the Circulars, the Notice of this AGM and Annual Report 2025-26 were sent via e-mail to all members whose e-mail Ids were registered. Furthermore, public notices were duly published in English and Bengali Newspapers.

The representative of M/s GARV & Associates, (Statutory Auditors) and Mr. Raj Kumar Banthia, Partner of M/s MKB & Associates, (Secretarial Auditors and Scrutinizer for the AGM) were also present at the meeting attending from their respective offices through Video Conferencing.

The Chairman informed the members that statutory registers and documents were available for inspection during the AGM. He added that the members had been given the option to request documents referred to in the Notice of the AGM and Explanatory Statement, untill the conclusion of the meeting.

The Chairman stated that the Company had received requests from a few shareholders to register as Speakers. Accordingly the floor would be opened for them to ask questions and express their views. The moderator will facilitate this session once the floor was opened. The Company reserved the right to limit the number of speakers depending on the time available. Members were informed that due to technical reasons the microphone would be switched on but the cameras would remain turned off.

The Company provided a remote e-voting facility for shareholders to cast their votes electronically on all resolutions set forth in the Notice. The remote e-voting period commenced on 10th September, 2026 at 9.00 AM (IST) and concluded on 13th September, 2026 at 5.00 PM (IST). There were 3 (three) resolutions to be passed at the 49th AGM. Members who had not cast their votes through remote e-voting could do so during the meeting and the facility would remain available untill 15 minutes after the conclusion of the AGM via the CDSL e-voting system.

The Chairman noted that the Annual Report for Financial Year 2025-26 containing AGM Notice dated 17th July, 2026, the Board's Report and the Financial Statements had been circulated via e-mail to all members. Pursuant to Regulation 36 (1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations, 2015'), as amended, a letter containing the exact weblink to the complete Annual Report was sent to member(s) who had not registered their email address(es) with the Company) the Depository, or MUFG Intime India Private Limited (Formerly, C B Management Services Pvt. Ltd.), Registrar &Share Transfer Agent (RTA) of the Company (as of the cut off date on 07/08/2026. With the permission of the Members present, the Notice and Annual Report were taken as read.

The Chairman further informed that the Statutory Auditors Report, issued by M/s. Garv & Associates, contained no qualifications, observations, comments, or other remarks regarding financial transactions that could impact the functioning of the Company.

Consequently, the Statutory Auditors' Report issued by M/s. Garv & Associates contained no qualifications, The Auditors Report was taken as read.

Similarly, the Chairman stated that the Company has obtained a Secretarial Audit Report from Mr Raj Kumar Banthia, Practicing Company Secretary of MKB & Associates, pursuant to section 204 of the Companies Act, 2013 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As the report contained no qualifications, observations, comments or material adverse remarks, the Secretarial Audit Report was also taken as read.

The Chairman reiterated that because the AGM was being conducted virtually through VC/OAVM, the appointment of Proxies was not applicable, and the Proxy Register was not available for inspection. However, body corporates were entitled to appoint authorized representatives to attend the AGM, participate, and cast their votes through e-voting platform.

The Chairman noted that 3 (three) ordinary resolutions were proposed under Ordinary Business. He briefly explained the objective of each resolution and reminded the members that the Company had offered two voting options (i) Remote e-voting (ii) E-voting during the AGM, Only shareholders holding shares as of the cut-off date of 7th September, 2026, were eligible to vote.

Remote E-voting

The remote e-voting facility was offered pursuant to section 108 of the Companies Act, 2013, read with Rules 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting infrastructure. The remote e-voting window opened on 10th September, 2026 at 9.00 AM and closed on 13th September, 2026 at 5.00 PM.

E-Voting during the AGM

The E-voting facility was also made available during the session for attending shareholders who had not already cast their votes via remote e-voting. The Chairman confirmed that this facility would remain open for 15 minutes following the closing of the meeting.

The Chairman then took up the items of Ordinary Business listed as serial numbers 1 to 3 in the Notice dated 17th July, 2026, which were put to vote.

ORDINARY BUSINESS - ORDINARY RESOLUTION

1. Adoption of Audited Standalone Financial Statements and Consolidated Financial Statements for the year ended 31st March, 2026 alongwith the Reports of the Board of Directors and the Auditors thereon.

2. Appointment of Director in place of Mrs. Soma Chakraborty (DIN: 08825627), retiring by rotation who being eligible has offered herself for reappointment.

3. Re-appointment of Statutory Auditors, M/s. Garv & Associates, Chartered Accountants (Firm Registration No. 301094E) for the second consecutive term of five years, to hold office from the conclusion of this 49th Annual General Meeting until the conclusion of the 54th Annual General meeting on such remuneration as mentioned in the explanatory statement to this notice and as may be mutually agreed upon between the Audit Committee/ Board of Directors and the Statutory Auditors.

All the Resolution were passed with requisite majority.

The Chairman concluded by stating that Mr Raj Kumar Banthia, Practicing Company Secretary had been appointed as the Scrutinizer to oversee both the remote e-voting and AGM e-voting processes. The Scrutinizer would 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.

The results of the voting will be posted at the Registered Office and Corporate Office, uploaded on the website of the Company and that of Central Depository Services (India) Ltd. and forwarded to the Stock Exchange in accordance with the law.

The Chairman informed the meeting that the Company had received requests from 8 nos. shareholders to speak during the meeting. At his request CDSL moderator unmuted the speaker shareholders sequentially, and the Chairman responded their queries appropriately.

Warren Tea Limited

A total of 45 members attended the AGM as per the attendance records.

The Chairman then thanked the Members and other Board members for their participation and declared the meeting closed.

The AGM concluded at 1.10 PM (IST) with a vote of thanks to the Chair.

This is for your information and record.

Yours faithfully,
Warren Tea Limited

SOMA CHAKRABORTY

Digitally signed by SOMA CHAKRABORTY
Date: 2026.09.14 16:19:28 +05'30'

Soma Chakraborty

(Soma Chakraborty)
Executive Director & Company Secretary
DIN : 08825627