Bengal Tea & Fabrics Limited
CIN. L51909WB1983PLC036542
Registered Office :
Century Towers, 45, Shakespeare Sarani, 4th Floor, Kolkata - 700 017
Telefax : 91-33 2283 6416/6417, e-mail : mail@bengaltea.com
Website : www.bengaltea.com

ISO 22000 : 2018 CB-045-FSMS
ISO 9001 : 2015 CB-045-QMS

August 10, 2026

To
The Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400 001
Scrip Code: 532230

Dear Sir,

Sub: Scrutinizer's Report and Voting Results of 43rd Annual General Meeting of the Company held on August 07, 2026

The 43rd Annual General Meeting of the Company was held on Friday, 7th August, 2026 at 11.00 a.m. (IST) through Video Conferencing/Other Audio Visual Means (VC/OAVM) and all the matters pertaining to the Notice dated 28th May, 2026 were transacted. In this regard please find the following:

1. Details of the voting results on resolutions passed at the 43rd Annual General Meeting of the Company pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015;
2. The Report of the Scrutinizer's dated 7th August, 2026 pursuant to Section 108 of the Companies Act, 2013 read with the Rules; and
3. Declaration of Results

Kindly take the same on record.

Thanking you

Yours faithfully,

For Bengal Tea & Fabrics Limited

Himangshu Kedia
Digitally signed by Himangshu Kedia
Date: 2026.08.10 11:50:22 +05'30'

Himangshu Kedia
Company Secretary & Compliance Officer

Encl: as above

General information about company	
Scrip code	532230
NSE Symbol	
MSEI Symbol	
ISIN	INE665D01016
Name of the company	BENGAL TEA & FABRICS LTD
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	07-08-2026
Start time of the meeting	11:00 AM
End time of the meeting	12:08 PM

Scrutinizer Details	
Name of the Scrutinizer	MRS SWATI BAJAJ
Firms Name	M/S BAJAJ TODI & ASSOCIATES
Qualification	CS
Membership Number	CP-3502, ACS 13216
Date of Board Meeting in which appointed	28-05-2026
Date of Issuance of Report to the company	07-08-2026

Voting results	
Record date	31-07-2026
Total number of shareholders on record date	6164
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	5
b) Public	64
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Adoption of Audited Financial Statements, Reports of the Board of Directors and Auditors for the year ended 31st March, 2026					
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	6744712	6744712	100	6744712	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	6744712	6744712	100	6744712	0	100	0
Public- Institutions	E-Voting	190883	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	190883	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2070390	686217	33.1443	686108	109	99.9841	0.0159
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	2070390	686217	33.1443	686108	109	99.9841	0.0159
	Total	9005985	7430929	82.511	7430820	109	99.9985	0.0015
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	The evoting includes 623 votes cust at the evoting open during the AGM

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

Resolution(2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Declaration of Dividend of Re 1.50/- per equity share of the Company for the financial year ended 31st March, 2026					
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	6744712	6744712	100	6744712	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	6744712	6744712	100	6744712	0	100	0
Public- Institutions	E-Voting	190883	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	190883	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2070390	686217	33.1443	686108	109	99.9841	0.0159
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	2070390	686217	33.1443	686108	109	99.9841	0.0159
Total		9005985	7430929	82.511	7430820	109	99.9985	0.0015
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	The evoting includes 623 votes cust at the evoting open during the AGM

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

Resolution(3)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Re-appointment of Mrs. Shubha Kanoria (DIN: 00036489), Director retiring by rotation					
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	6744712	6744712	100	6744712	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	6744712	6744712	100	6744712	0	100	0
Public- Institutions	E-Voting	190883	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	190883	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2070390	686217	33.1443	686108	109	99.9841	0.0159
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	2070390	686217	33.1443	686108	109	99.9841	0.0159
Total		9005985	7430929	82.511	7430820	109	99.9985	0.0015
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	The evoting includes 623 votes cust at the evoting open during the AGM

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

<table>
<tr><th colspan="9">Resolution(4)</th></tr>
<tr><td colspan="4">Resolution required: (Ordinary / Special)</td><td colspan="5">Ordinary</td></tr>
<tr><td colspan="4">Whether promoter/promoter group are interested in the agenda/resolution?</td><td colspan="5">Yes</td></tr>
<tr><td colspan="4">Description of resolution considered</td><td colspan="5">Re-appointment of Mr. Kushagra Kanoria (DIN: 09467947) as the Whole-Time Director of the Company</td></tr>
<tr><td>Category</td><td>Mode of voting</td><td>No. of shares held</td><td>No. of votes polled</td><td>% of Votes polled on outstanding shares</td><td>No. of votes – in favour</td><td>No. of votes – against</td><td>% of votes in favour on votes polled</td><td>% of Votes against on votes polled</td></tr>
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<tr><td rowspan="4">Promoter and Promoter Group</td><td>E-Voting</td><td rowspan="3">6744712</td><td>6744712</td><td>100</td><td>6744712</td><td>0</td><td>100</td><td>0</td></tr>
<tr><td>Poll</td><td></td><td></td><td></td><td></td><td></td><td></td></tr>
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<tr><td>Total</td><td>6744712</td><td>6744712</td><td>100</td><td>6744712</td><td>0</td><td>100</td><td>0</td></tr>
<tr><td rowspan="4">Public- Institutions</td><td>E-Voting</td><td rowspan="3">190883</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td></tr>
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<tr><td>Poll</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td></tr>
<tr><td>Postal Ballot (if applicable)</td><td></td><td></td><td></td><td></td><td></td><td></td></tr>
<tr><td>Total</td><td>2070390</td><td>686217</td><td>33.1443</td><td>686108</td><td>109</td><td>99.9841</td><td>0.0159</td></tr>
<tr><td colspan="2">Total</td><td>9005985</td><td>7430929</td><td>82.511</td><td>7430820</td><td>109</td><td>99.9985</td><td>0.0015</td></tr>
<tr><td colspan="7">Whether resolution is Pass or Not.</td><td colspan="2">Yes</td></tr>
<tr><td colspan="7">Disclosure of notes on resolution</td><td colspan="2">Textual Information(1)</td></tr>
</table>

Text Block	
Textual Information(1)	The evoting includes 623 votes cust at the evoting open during the AGM

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

BAJAJ TODI & ASSOCIATES

Practising Company Secretaries

225D, A. J. C. Bose Road
Kolkata -700020, West Bengal, India
Tel: +91 33 22809045 Email: ps@bajajtodi.in

Consolidated Scrutinizer's Report
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of the 43rd Annual General Meeting of the Members of
Bengal Tea & Fabrics Limited (the Company)
held on **07- August-2026** at 11:00 A.M.
through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

Dear Sir,

1. I, **Swati Bajaj,** Partner, M/s. Bajaj Todi & Associates, Practising Company Secretaries, have been appointed by the Board of Directors of the Company as the Scrutinizer for the purpose of scrutinizing the e-voting process, in a fair and transparent manner, and ascertaining the results on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 (Act) and Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the **Notice** for the **43rd Annual General Meeting** (AGM) of the members of the Company held on **07-August-2026** through VC/OAVM.

2. The Management of the Company is responsible for ensuring the compliance with the requirements of the Act and Rules relating to voting through electronic means and voting at the AGM on the resolutions contained in the Notice for the AGM of the members of the Company.

3. My responsibility as a Scrutinizer, for the e-voting process, is restricted to:

   a. **Conducting the voting at the AGM**, as provided in sub-rule (1) of rule 21 of the Rules as applicable, after the end of the discussions on all the resolutions, and

   b. to make a Consolidated Scrutinizer's Report of the votes **cast in "favour" or "against" the resolutions** based on:

      i. the reports generated from the E-voting system as provided by **National Securities Depository Limited (NSDL)**, the authorised agency engaged by the Company to provide E-voting facility.
      ii. Voting conducted at the AGM, e-voting facility provided by **NSDL**.

4. Further to the above, I submit my report as under:-
   i) The e-voting period remained open from Tuesday, 04-Aug-2026 (9.00 am) and ended on Thursday, 6-Aug-2026 (5:00 p.m.).

   ii) The members of the Company as on the **"cut-off"** date i.e. **31-July-2026** were entitled to vote on the resolutions (item nos. **01 to 04**) as set out in the Notice dated 28-May-2026 of the AGM of the members of the Company.

   iii) The members who were present at the AGM but had not cast their votes by availing the remote e-voting facility, also voted at the end of the discussions at the AGM, by using E-Voting facility.

UDIN: F013866H001045380

BAJAJ TODI & ASSOCIATES

Practising Company Secretaries

225D, A. J. C. Bose Road
Kolkata -700020, West Bengal, India
Tel: +91 33 22809045 Email: ps@bajajtodi.in

iv) Immediately after the conclusion of voting at the AGM, the votes cast through remote e-voting were unblocked and counted.

v) Thereafter, the voting pattern of the resolutions that were put to vote at the AGM, have been generated by consolidating the E-voting prior to and during the AGM and are as under:

Total Nos of **valid** Folios that have cast their vote		:	**65**
Breakup:			
Through e-voting	*57*		
E-Voting at the AGM	*08*		
Total No of Shares representing the **65 valid folios** that have voted		:	**74,30,929**
Breakup:			
Through e-voting	*71,60,864*		
E-Voting at the AGM	*2,70,065*		
Total Nos of **invalid** Folios that had cast vote but rejected		:	**Nil**
Through e-voting	*Nil*		
E-Voting at the AGM	*Nil*		

BAJAJ TODI & ASSOCIATES COMPANY SECRETARIES

Practising Company Secretaries

225D, A. J. C. Bose Road
Kolkata -700020, West Bengal, India
Tel: +91 33 22809045 Email: ps@bajajtodi.in

Ordinary Business:

Item No. 1:-

Ordinary Resolution to receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2026 together with the Reports of the Board of Directors and Auditors thereon

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	*E-Voting at AGM*		
Number of votes cast in **favour**	*7160755*	*270065*	*7430820*	**99.999**
Number of votes cast **against**	*109*	*0*	*109*	**0.001**
Number of votes that **abstained**	*0*	*0*	*0*	**0.000**
Total	**7160864**	**270065**	**7430929**	**100.000**

Item No. 2:-

Ordinary Resolution to declare Dividend of Rs. 1.50 per equity share (being 15 percent on face value of Rs. 10 per share) for the financial year ended 31st March, 2026.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	*E-Voting at AGM*		
Number of votes cast in **favour**	*7160755*	*270065*	*7430820*	**99.999**
Number of votes cast **against**	*109*	*0*	*109*	**0.001**
Number of votes that **abstained**	*0*	*0*	*0*	**0.000**
Total	**7160864**	**270065**	**7430929**	**100.000**

Item No. 3:-

Ordinary Resolution to appoint a Director in place of Mrs. Shubha Kanoria (DIN: 00036489) who retires by rotation in terms of Section 152 (6) of Companies Act, 2013 and being eligible, offers herself for re-appointment

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	*E-Voting at AGM*		
Number of votes cast in **favour**	*7160755*	*270065*	*7430820*	**99.999**
Number of votes cast **against**	*109*	*0*	*109*	**0.001**
Number of votes that **abstained**	*0*	*0*	*0*	**0.000**
Total	**7160864**	**270065**	**7430929**	**100.000**

UDIN: F013866H001045380

Special Business:

Item No. 4:-

Ordinary Resolution for re-appointment of Mr. Kushagra Kanoria (DIN: 09467947) as the Whole Time Director of the Company.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	*E-Voting at AGM*		
Number of votes cast in **favour**	*7160755*	*270065*	*7430820*	**99.999**
Number of votes cast **against**	*109*	*0*	*109*	**0.001**
Number of votes that **abstained**	*0*	*0*	*0*	**0.000**
Total	**7160864**	**270065**	**7430929**	**100.000**

For **Bajaj Todi & Associates**
(A Peer reviewed Firm)

S. Bajaj

Swati Bajaj, Partner
M. No: F13866, C.P.No. 3502
ICSI Firm Registration Number: P2020WB081300

Place : Kolkata
Date : 07-August-2026

UDIN: F013866H001045380

BAJAJ TODI & ASSOCIATES COMPANY SECRETARIES

Bengal Tea & Fabrics Limited
CIN. L51909WB1983PLC036542
Registered Office :
Century Towers, 45, Shakespeare Sarani, 4th Floor, Kolkata - 700 017
Telefax : 91-33 2283 6416/6417, e-mail : mail@bengaltea.com
Website : www.bengaltea.com

KVQA ISO 22000 : 2018 ISO 9001 : 2015 CB-045-FSMS CB-045-QMS

Voting Results and Outcome of 43rd Annual General Meeting

The 43rd Annual General Meeting ("AGM") of the Members of Bengal Tea & Fabrics Limited was held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in compliance with Ministry of Corporate Affairs (MCA General Circular No. 20/2020 dated 5th May, 2020 read with General Circulars No. 14/2020 dated 8th April, 2020, and no. 09/2023 dated 25th September, 2023 (collectively referred to as 'MCA Circulars') and the Securities and Exchange Board of India ('SEBI') vide its circular dated 12th May, 2020 and 7th October, 2023 (collectively referred to as 'SEBI Circulars') and other applicable provisions of the Companies Act, 2013. The Company had provided remote e-voting facility to the members as on the cut-off date of 31st July, 2026 (End of Day) from 4th August, 2026 (9.00 A.M.) to 6th August, 2026 (5.00 P.M.) and e-voting facility to all those Members present at the AGM through VC/OAVM who did not cast their votes through remote e-voting, to transact the business mentioned in the Notice of the 43rd AGM dated 28th May, 2026. The Results of the Voting on the basis of the Consolidated Scrutinizer's Report issued by Mrs. Swati Bajaj (CP.No.3502, ACS: 13216) partner of M/s Bajaj, Todi & Associates, Scrutinizers are as follows:

Resolution Nos. as given in the Notice of 43rd Annual General Meeting	**No of Shares**					**Results declared**
		Through remote E-voting	**voting at AGM**	**Total No of Shares**	**% based on total votes cast**	
Ordinary Business						
1. Ordinary Resolution for Adoption of Audited Financial Statements, Reports of the Board of Directors and Auditors for the year ended 31st March, 2026	Number of Votes casts in favour	7160755	270065	7430820	99.999	**Approved by requisite majority**
	Number of Votes cast against	109	0	109	0.001	
	Number of votes that abstained	0	0	0	0.000	
	Total	**7160864**	**270065**	**7430929**	**100.000**	
2. Ordinary Resolution for Declaration of Dividend of Re 1.50/- per equity share of the Company for the financial year ended 31st March, 2026	Number of Votes casts in favour	7160755	270065	7430820	99.999	**Approved by requisite**
	Number of Votes cast against	109	0	109	0.001	

	Number of votes that abstained	0	0	0	0.000	**majority**
	Total	**7160864**	**270065**	**7430929**	**100.000**	
3. Ordinary Resolution for Re-appointment of Mrs. Shubha Kanoria (DIN: 00036489), Director retiring by rotation	Number of Votes casts in favour	7160755	270065	7430820	99.999	**Approved by requisite majority**
	Number of Votes cast against	109	0	109	0.001	
	Invalid Votes Number of votes that abstained	0	0	0	0.000	
	Total	**7160864**	**270065**	**7430929**	**100.000**	
Special Business						
4. Ordinary Resolution for Re-appointment of Mr. Kushagra Kanoria (DIN: 09467947) as the Whole-Time Director of the Company	Number of Votes casts in favour	7160755	270065	7430820	99.999	**Approved by requisite majority**
	Number of Votes cast against	109	0	109	0.001	
	Number of votes that abstained	0	0	0	0.000	
	Number of Votes casts in favour	**7160864**	**270065**	**7430929**	**100.000**	

Yours faithfully
For **Bengal Tea & Fabrics Limited**

Adarsh Kanoria
Digitally signed by Adarsh Kanoria
Date: 2026.08.10 11:48:56 +05'30'

Place: Kolkata
Date: 10.08.2026

Adarsh Kanoria
(DIN: 00027290)
Managing Director