

12th June, 2019

National Stock Exchange of

**India Limited** 

Exchange Plaza,5th floor Plot No. C/1, G Block Bandra Kurla Complex Bandra (E)

Mumbai 400 051 Scrip Code – TATAGLOBAL **BSE Limited** 

Corporate Relationship Dept. 1st Floor, New Trading Wing Rotunda Building, PJ Towers Dalal Street Mumbai 400 001 Scrip Code - 500800 Calcutta Stock Exchange Ltd.

7 Lyons Range Kolkata 700 001 Scrip Code – 10000027 (Demat) 27 (Physical)

Dear Sirs.

Sub: Proceedings / Outcome of the 56<sup>th</sup> Annual General Meeting (AGM) along with voting results and Scrutinizer's Report

We are pleased to submit herewith the following with respect to 56<sup>th</sup> Annual General Meeting (AGM) of the Company held on Tuesday, 11<sup>th</sup> June, 2019. The AGM commenced at 10.30 a.m. and concluded at 2.15 p.m. at The Tai Bengal, 34-B, Belvedere Road, Alipore, Kolkata 700 027.

- Summary of Proceedings of the AGM as required under Regulation 30, Part A of Schedule III
  of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (Annexure
  A).
- Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (Annexure B).
- Scrutinizer's Report dated 11<sup>th</sup> June, 2019 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 (Annexure C).

The above are also being uploaded on the Company's website <a href="www.tataglobalbeverages.com">www.tataglobalbeverages.com</a> and in the Notice Board at the Registered Office of the Company. The results will also be uploaded on NSDL website at <a href="www.nsdl.co.in">www.nsdl.co.in</a>

This is for your information and records.

Thanking you,

Yours faithfully,

For Tata Global Beverages Limited

(Neelabja Chakrabarty)

Vice President & Company Secretary

Encl.: as above

CC: National Securities Depository Ltd.

Trade World, 4<sup>th</sup> Floor, Kamala Mills Compound Senapati Bapat Marg, Mumbai

Fax: 022-2497 2993

CC: Central Depository Services (India) Ltd. Phiroze Jeeieebhoy Towers, 28<sup>th</sup> Floor

> Dalal Street, Mumbai

Fax: 022-2272 3199

TATA GLOBAL BEVERAGES LIMITED



Summary of the Proceedings of the 56<sup>th</sup> Annual General Meeting (AGM) of Tata Global Beverages Limited held on 11<sup>th</sup> June, 2019 pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Meeting Day, Date and Time: Tuesday, 11th June, 2019 at 10.30 a.m.

Venue: Taj Bengal, 34-B Belvedere Road, Alipore, Kolkata – 700027

Chairman: Mr. N. Chandrasekaran, Chairman of the Board, took the Chair in terms of Article 94 of the Articles of Association of the Company.

**Members attending the Meeting:** 340 Shareholders were present in person / through authorized representative and 5 by proxy.

**Quorum:** The requisite quorum as required under Section 103 of the Companies Act, 2013 was present.

The representatives of the Statutory Auditors, Cost Auditor and the Secretarial Auditor were also present.

After declaring that requisite quorum for the meeting being present, the Chairman called the Meeting to order. The Proxy Register and other Registers and documents as required under various laws were available for inspection of the Shareholders at the Meeting.

With the consent of the Shareholders, the Notice convening the Meeting was taken as read. The Auditors' Report on the Financial Statements (Standalone as well as Consolidated) for the year ended 31<sup>st</sup> March 2019 and Secretarial Audit Report did not have any qualifications, reservations, observations, adverse remark or disclaimer.

The Chairman made his opening remarks. This was followed by a presentation made by Mr. Ajoy Misra, Managing Director & CEO, to the Shareholders on the operations of the Company.

The Chairman informed the Shareholders that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided the Remote e-voting facility to the Shareholders in respect of businesses to be transacted at the AGM. The Remote e-voting commenced at 9.00 A.M. on Friday, 7<sup>th</sup> June, 2019 and ended at 5:00 P.M. on Monday 10<sup>th</sup> June, 2019. Further, the Company had also provided the facility for e-voting at the AGM venue on all the resolutions to facilitate the Shareholders who could not cast their votes







through Remote e-Voting. It was clarified that only those Shareholders holding shares of the Company as on the Cut-off date i.e. Tuesday, 4<sup>th</sup> June, 2019 were eligible to participate in the onsite e-voting process and can cast their votes in respect of the shares held on that date.

The Shareholders were also informed that the Board of Directors had appointed Dr. Asim Kumar Chattopadhyay, Practicing Company Secretary, as Scrutinizer for scrutinizing the Remote e-voting process and e-voting at the AGM venue of the Company, in a fair and transparent manner.

The Chairman then invited the Shareholders to ask questions, make comments and give their views, if any. The Shareholders were given an opportunity to speak in the order in which they had given their names. After giving sufficient time to all Shareholders who wished to speak, the Chairman replied to the queries raised by the Shareholders.

The Chairman stated that the consolidated results of the Remote e-voting and e-voting at the AGM venue would be announced on or before Wednesday, 12<sup>th</sup> June, 2019 and the results along-with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the Listing Regulations and would be placed on the website of the Company and National Securities Depository Limited (NSDL), and would also be displayed at the Registered Office of the Company.

The Chairman then authorized the Company Secretary to carry out the voting process. The Chairman has authorized the Company Secretary to accept, acknowledge and counter sign the Scrutinizers report in connection with the AGM and declare the results of the voting in accordance with the requirements prescribed under the Companies Act, 2013 and other applicable laws.

After all the Shareholders had cast their votes, the Scrutinizer first collected the electronic results of the votes cast at the Meeting and then unblocked and downloaded the votes cast through remote e-voting. He then submitted the consolidated report to the Company Secretary.

The following items of business were transacted at the Annual General Meeting:

#### **Ordinary Business**

- To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended 31<sup>st</sup> March 2019, together with the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)
- To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2019, together with the report of the Auditors







thereon. (Ordinary Resolution)

- 3. To declare a dividend. (Ordinary Resolution)
- Appointment of Mr. N. Chandrasekaran (DIN 00121863) as Director, liable to retire by rotation. (Ordinary Resolution).

#### Special Business

- 5. Remuneration of the Cost Auditors (Ordinary Resolution)
- Re-appointment of Mr. Ajoy Misra (DIN: 00050557) as Managing Director and Chief Executive Officer (MD & CEO) and payment of Remuneration. (Ordinary Resolution)
- Appointment of Mr. Bharat Puri (DIN 02173566) as an Independent Director. (Ordinary Resolution)
- 8. Appointment of Mrs. Shikha Sharma (DIN 00043265) as an Independent Director. (Ordinary Resolution)

The Meeting concluded at 2.15 p.m.

As per the consolidated Scrutinizer's Report dated 12<sup>th</sup> June,2019 all the above resolutions were passed by the Shareholders of the Company with the requisite majority.

For Tata Global Beverages Limited

(Neelabja Chakrabarty)

Vice President & Company Secretary

Kolkata

12th June, 2019



#### **TATA GLOBAL BEVERAGES LIMITED**

Sr. No.	Particulars	Details			
1	Date of the AGM / EGM	Annual General Meeting – 11 <sup>th</sup> June, 2019 Tuesday			
2	Total number of shareholders as on record date	As of cut-off date i.e. 4 <sup>th</sup> June 2019 201966			
3	Number of Shareholders present in the meeting either in person or through proxy:				
	Promoters and Promoter Group: Public:	1 344			
4	Number of Shareholders attend the meeting through video conferencing:				
	Promoters and Promoter Group:	Not applicable			





	B) RESULTS OF THE	MEETING		
Sr. No.	Agenda	Resolution Required (Ordinary / Special)	Mode of Voting	Remarks
1	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended 31 <sup>st</sup> March, 2019, together with the reports of the Board of Directors and Auditors thereon.	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
2	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended 31 <sup>st</sup> March, 2019, together with the report of the Auditors thereon.	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
3	To declare Dividend on Equity Shares for the financial year ended 31 <sup>st</sup> March, 2019.	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
4	Appointment of Mr. N. Chandrasekaran (DIN 00121863) as Director, liable to retire by rotation. (Ordinary Resolution).	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
5	Remuneration of the Cost Auditors.	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
6	Re-appointment of Mr. Ajoy Misra (DIN: 00050557) as Managing Director and Chief Executive Officer (MD & CEO) and payment of Remuneration.	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
7	Appointment of Mr. Bharat Puri (DIN 02173566) as an Independent Director. (Ordinary Resolution)	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
8	Appointment of Mrs. Shikha Sharma (DIN 00043265) as an Independent Director. (Ordinary Resolution)	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority

C) RESOLUTION-WISE DETAILS OF VOTING RESULTS ATTACHED



#### TATA GLOBAL BEVERAGES LIMITED

## 1, BISHOP LEFROY ROAD KOLKATA - 700 020

Annexure I

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Format	1111	VIIIII	RESUITS

101110110	Tornation Totals results				
Date of the AGM	11th June 2019				
Total number of shareholders on record date / cutoff date i.e. 04/06/2019	201966				
No. of shareholders present in the meeting either in person or through proxy:	345				
Promoters and Promoter Group:	1				
Public:	344				
No. of Shareholders attended the meeting through Video Conferencing	N.A.				
Promoters and Promoter Group:	N.A.				
Public	N.A.				

Resolution (1)							
Resolution required: (Ordinary / Special)	Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?	NO						

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended 31st March 2019, together with the reports of the

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	Votes against on votes
			[1]	[2]	(1)]*100	[4]	[5]	[6]=[(4)/( 2)]*100	[7]=[(5)/ (2)]*100
		E-Voting		217445190	100.00	217445190	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
1	Promoter and Promoter Group	Total	217445190	217445190	100.00	217445190	0	100.000	0.000
		E-Voting		202852261	81.62	202852261	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
2	Public - Institutional holders	Total	248524717	202852261	81.62	202852261	0	100.000	0.000
		E-Voting		10788866	6.53	10788100	766	99.990	0.010
		Poll		12426	0.01	12426	0	100.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	. 0.000	0.000
3	Public-Others	Total	165159822	10801292	6.54	10800526	766	99.990	0.010
		E-Voting		431086317	68.30	431085551	766	100.000	0.000
		Poll		12426	0.00	12426	0	100.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
	Total	Total	631129729	431098743	68.31	431097977	766	99.999	0.001

For Tala Global Beverages Limited



	TATA GLOBAL BEVERA	GES LIMITED			
	Resolution (	2)			
Resolution required: (Ordinary / Special)		Ordinary			
Whether promoter/ promoter group are interested	d in the agenda/resolution?	NO			
To receive, consider and adopt the Audited Cons	olidated Financial Statements of the the Auditors the	7. 5. 7.	ear ended 31st Ma	rch 2019, together wi	th the reports

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes nolled [6]=[(4)/	% of Votes against on votes nolled [7]=[(5)/
			[1]	[2]	(1)]*100	[4]	[5]	(2)]*100	(2)]*100
		E-Voting		217445190	100.00	217445190	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
1	Promoter and Promoter Group	Total	217445190	217445190	100.00	217445190	0	100.000	0.000
		E-Voting		202852261	81.62	202852261	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
2	Public - Institutional holders	Total	248524717	202852261	81.62	202852261	0	100.000	0.000
		E-Voting		10788876	6.53	10788130	746	99.990	0.010
		Poll		12425	0.01	12205	220	98.230	1.770
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
3	Public-Others	Total	165159822	10801301	6.54	10800335	966	99.990	0.010
		E-Voting		431086327	68.30	431085581	746	100.000	0.000
		Poll		12425	0.00	12205	220	98.230	1.770
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
	Total	Total	631129729	431098752	68.31	431097786	966	99.999	0.001



TATA GLOBAL BEVERAG	S LIMITED						
Resolution (3)							
Resolution required: (Ordinary / Special)	Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?	NO						

	Promoter/Public	Mode of Voting	Total 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	% of Votes against on votes
			[1]	[2]	[3]=[(2)/(1 )]*100	[4]	[5]	nolled [6]=[(4)/ (2)]*100	nolled [7]=[(5)/ (2)]*100
V-01		E-Voting		217445190	100.00	217445190	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
1	Promoter and Promoter Group	Total	217445190	217445190	100.00	217445190	0	100.000	0.000
		E-Voting		207328466	83.42	207328466	0	100.000	0.000
	1	Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
2	Public - Institutional holders	Total	248524717	207328466	83.42	207328466	0	100.000	0.000
		E-Voting		10789548	6.53	10789362	186	100.000	0.000
		Poll		12425	0.01	12205	220	98.230	1.770
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
3	Public-Others	Total	165159822	10801973	6.54	10801567	406	100.000	0.000
	1000-200	E-Voting		435563204	69.01	435563018	186	100.000	0.000
		Poll		12425	0.00	12205	220	98.230	1.770
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
	Total	Total	631129729	435575629	69.02	435575223	406	99.999	0.001



TATA GLOBAL BEVERAG	S LIMITED							
Resolution (4)								
Resolution required: (Ordinary / Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							

Appointment of Mr. N. Chandrasekaran (DIN 00121863) as Director, liable to retire by rotation.

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	Votes Polled on outstandin	No. of Votes - in favour	against	Votes in favour on votes	% of Votes against on votes
			[1]	[2]	(1)]*100	[4]	[5]	nolled [6]=[(4)/ (2)]*100	nolled [7]=[(5)/ (2)]*100
		E-Voting		217445190	100.00	217445190	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
1	Promoter and Promoter Group	Total	217445190	217445190	100.00	217445190	0	100.000	0.000
		E-Voting		207328466	83.42	198052774	9275692	95.530	4.470
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
2	Public'- Institutional holders	Total	248524717	207328466	83.42	198052774	9275692	95.530	4.470

165159822

631129729

E-Voting

E-Voting

Postal Ballot (if applicable)

Postal Ballot (if applicable)

Poll

Total

Total

Public-Others

Total

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For Tata Global Beverages Limited

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Neelabja Chakrabarty

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12745

12745

Vice President & Company Secretary

		T	ATA GLOBAL BEV	ERAGES LIMITE	D				
			Resoluti	ion (5)					
	ition required: (Ordinary / Spe	A CONTRACTOR OF THE CONTRACTOR			Ordinary				
Wheth	er promoter/ promoter group	are interested in the agenda	/resolution?		NO				
			Remuneration o	f Cost Auditors					
	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes	% of Votes against on votes polled
			[1]	[2]	g shares [3]=((2)/ (1)]*100	[4]	[5]	nolled [6]=[(4)/ (2)]*100	nolled [7]=[(5)/ (2)]*100
		E-Voting		217445190	100.00	217445190	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
1	Promoter and Promoter Group	Total	217445190	217445190	100.00	217445190	0	100.000	0.000
		E-Voting		207328466	83.42	207271304	57162	99.970	0.030
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
2	Public - Institutional holders	Total	248524717	207328466	83.42	207271304	57162	99.970	0.030
		E-Voting		10767720	6.52	10705678	62042	99.420	0.580
		Poll		12745	0.01	12745	0	100.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
3	Public-Others	Total	165159822	10780465	6.53	10718423		99.420	0.580
		E-Voting		435541376	69.01	435422172	119204	99.970	0.030
		Poll		12745	0.00	12745	0	100.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
	Total	Total	631129729	435554121	69.01	435434917	119204	99.972	0.028



TATA GLOBAL BEVERAGE	S LIMITED	
Resolution (6)		
Resolution required: (Ordinary / Special)	Ordinary	
Whether promoter/ promoter group are interested in the agenda/resolution?	NO	

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	Polled on outstandin	No. of Votes - in favour	No. of Votes - against	Votes in favour on votes	% of Votes against on votes
			[1]	[2]	(1)]*100	[4]	[5]	[6]=[(4)/ (2)]*100	nolled [7]=[(5)/ (2)]*100
		E-Voting	1-1-1	217445190		217445190		100.000	
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
1	Promoter and Promoter Group	Total	217445190	217445190	100.00	217445190	0	100.000	0.000
		E-Voting		203013565	81.69	203013415	150	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
2	Public - Institutional holders	Total	248524717	203013565	81.69	203013415	150	100.000	0.000
		E-Voting		10788891	6.53	10786578	2313	99.980	0.020
		Poll		12745	0.01	12745	0	100.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	
3	Public-Others	Total	165159822	10801636	6.54	10799323	2313	99.980	
		E-Voting		431247646	68.33	431245183	2463	100.000	
		Poll		12745	0.00	12745	0	100.000	
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
	Total	Total	631129729	431260391	68.33	431257928	2463	99.999	0.001



TATA GLOBAL BEVERAGE	S LIMITED	
Resolution (7)		
Resolution required: (Ordinary / Special)	Ordinary	
Whether promoter/ promoter group are interested in the agenda/resolution?	NO	

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled		No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes nolled [6]=[(4)/	% of Votes against on votes nolled [7]=[(5)/
			[1]	[2]	(1)]*100	[4]	[5]	(2)]*100	(2)]*100
		E-Voting		217445190		217445190	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
	0 1	Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
1	Promoter and Promoter Group	Total	217445190	217445190	100.00	217445190	0	100.000	0.000
		E-Voting		203013565	81.69	203013565	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
2	Public - Institutional holders	Total	248524717	203013565	81.69	203013565	0	100.000	0.000
		E-Voting		10788741	6.53	10784964	3777	99.960	0.040
		Poll		12745	0.01	12205	540	95.760	4.240
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
3	Public-Others	Total	165159822	10801486	6.54	10797169	4317	99.960	0.040
		E-Voting		431247496	68.33	431243719	3777	100.000	0.000
		Poll		12745	0.00	12205	540	95.760	4.240
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
	Total	Total	631129729	431260241	68.33	431255924	4317	99.999	0.001



TATA GLOBAL BEVERAG	S LIMITED	
Resolution (8		
Resolution required: (Ordinary / Special)	Ordinary	
Whether promoter/ promoter group are interested in the agenda/resolution?	NO	and the same

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares		No. of Votes - against	% of Votes in favour on votes nolled [6]=[(4)/	% of Votes against on votes
			[1]	[2]	(1)]*100	[4]	[5]	[6]=[(4)/ (2)]*100	nolled [7]=[(5)/ (2)]*100
-3407210		E-Voting		217445190	100.00	217445190	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
1	Promoter and Promoter Group	Total	217445190	217445190	100.00	217445190	0	100.000	0.000
		E-Voting		203013565	81.69	203013565	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	, 0	0.000	0.000
2	Public - Institutional holders	Total	248524717	203013565	81.69	203013565	0	100.000	0.000
		E-Voting		10788791	6.53	10775310	13481	99.880	0.120
		Poll		12745	0.01	12199	546	95.720	4.280
		Postal Ballot (if applicable)	240	0	0.00	0	0	0.000	0.000
3	Public-Others	Total	165159822	10801536	6.54	10787509	14027	99.870	0.130
		E-Voting		431247546	68.33	431234065	13481	100.000	0.000
		Poll		12745	0.00	12199	546	95.720	4.280
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
	Total	Total	631129729	431260291	68.33	431246264	14027	99.996	0.004



## DR. ASIM KUMAR CHATTOPADHYAY M. COM., Ph.D. (Appl.Eco.), LL.B., F.C.M.A., F.C.S., D.Litt.

"MATRI ASHIS"
10, Kumar Para Lane,
Ganges Side, ALAMBAZAR
Kolkata-700035.
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9137811499

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To
The Chairman
Tata Global Beverages Limited
1, Bishop Lefroy Road
Kolkata – 700 020

Dear Sir,

Sub: Consolidated Scrutinizer Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rules 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 and voting through electronic voting system at the 56<sup>th</sup> Annual General Meeting of Tata Global Beverages Limited, held on Tuesday, 11<sup>th</sup> June, 2019 at 10.30 A.M. at Taj Bengal, 34-B Belvedera Road, Alipore, Kolkata – 700 027

I, Dr. Asim Kumar Chattopadhyay, Practising Company Secretary had been appointed as the Scrutinizer by the Board of Directors of the Tata Global Beverages Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rules 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 to conduct remote e-voting as well as voting process at the AGM Venue in respect of below mentioned resolutions proposed, at the 56<sup>th</sup> Annual General Meeting (AGM) of Equity Shareholders of Tata Global Beverages Limited held on Tuesday, 11<sup>th</sup> June, 2019 at 10.30 A.M. (IST).

The notice dated 7<sup>th</sup> May, 2019 along with the statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the resolutions proposed at the AGM of the Company.

The Company had availed e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by the Shareholders of the Company.

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

The shareholders of the Company holding shares as on the "cut-off" date i.e. Tuesday, 4th June, 2019 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Friday, 7<sup>th</sup> June, 2019 at 9.00 A.M. (IST) and ended on Monday, 10<sup>th</sup> June, 2019 at 5.00P.M. (IST) and the NSDL e-voting platform was blocked in due time.

After the closure of the voting at the AGM the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.

The vote cast under remote e-voting facility was thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating the remote e-voting and the casting through electronic voting system at the meeting on resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through electronic voting system at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.



Based on the results made available to me, 539 Members have cast their votes through Remote E-Voting platform and 92 Members have cast their votes onsite my means of electronic system. The AGM was closed at 2.15p.m. on Tuesday, 11<sup>th</sup> June, 2019. I submit herewith **Annexure I** as prescribed by SEBI for a consolidated result.

Thanking you, Yours faithfully,

A. K. Chattopadhyay
Company Secretary
C. P. No. 880 (Whole Time)

FCS - 2303

Dr. Asim Kumar Chattopadhyay Practising Company Secretary FCS No. 2303

CP No. 880 Date: 11/06/2019

1. Witness:

Olove PAN CHATTOPADAYAY
PAN - AHGPC 4864 R

2. Witness:

SONDEY KUMAR ROY
PAN-AQMPROIGP

#### **Ordinary Business:**

Resolution No 1. (Ordinary Resolution) To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the year ended 31st March 2019, together with the reports of the Board of Directors and Auditors thereon.

#### (i) Voted in Favour of the Resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of total number of valid votes cast
625	431097977	99.999

#### (ii) Voted against the Resolution:

Number of members Voted	Number of Valid Votes cast by them	% of total number of valid votes cast
6	766	0.001

#### (iii) Invalid Votes:

Number invalid	of	members	whose	votes	were	declared	Number of invalid votes cast by them
0							0

Resolution No 2. (Ordinary Resolution) To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended 31st March 2019, together with the reports of the Auditors thereon.

#### (i) Voted in Favour of the Resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of total number of valid votes cast
626	431097786	99.999

#### (ii) Voted against the Resolution:

Number of members Voted	Number of Valid Votes cast by them	% of total number of valid votes cast
5	966	0.001

#### (iii) Invalid Votes:

Number invalid	of	members	whose	votes	were	declared	Number of invalid votes cast by them
0							0

Resolution No 3. (Ordinary Resolution) To declare a Dividend on Equity Shares for the financial year ended 31st March 2019

#### (i) Voted in Favour of the Resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of total number of valid votes cast
626	435575223	99.999

#### (ii) Voted against the Resolution:

Number of members Voted	Number of Valid Votes cast them	by % of total number of valid votes cast
5	406	0.001

#### (iii) Invalid Votes:

Number invalid	of	members	whose	votes	were	declared	Number of invalid votes cast by them
0							0



### Resolution No 4. (Ordinary Resolution) Appointment of Mr. N. Chandrasekaran (DIN 00121863) as Director, liable to retire by rotation.

Number of Members Voted	Number of Valid Votes Cast by Them	% of total number of valid votes cast
601	426298221	97.883

#### (ii) Voted against the Resolution:

Number of members Voted	Number of Valid Votes cast by them	% of total number of valid votes cast
30	9277366	2.117

#### (iii) Invalid Votes:

Number invalid	of	members	whose	votes	were	declared	Number of invalid votes cast by them
0							0

#### Special Business:

#### Resolution No 5. (Ordinary Resolution) Remuneration of Cost Auditors

#### (i) Voted in Favour of the Resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of total number of valid votes cast
610	435434917	99.972

#### (ii) Voted against the Resolution:

Number of members Voted	Number of Valid Votes cast them	by % of total number of valid votes cast
21	119204	0.028

#### (iii) Invalid Votes:

Number invalid	of	members	whose	votes	were	declared	Number of invalid votes cast by them
0							0

### Resolution No 6. (Ordinary Resolution) Re-appointment of Mr. Ajoy Kumar Misra (DIN 00050557) as Managing Director and Chief Executive Officer (MD&CEO) and payment of remuneration

#### (i) Voted in Favour of the Resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of total number of valid votes cast
615	431257928	99.999

#### (ii) Voted against the Resolution:

Number of members Voted	Number of Valid Votes cast by them	% of total number of valid votes cast
16	2463	0.001

#### (iii) Invalid Votes:

Number invalid	of	members	whose	votes	were	declared	Number of invalid votes cast by them
0							0



### Resolution No 7. (Ordinary Resolution) Appointment of Mr. Bharat Puri (DIN 02173566) as an Independent Director

(i) Voted in Favour of the Resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of total number of valid votes cast
615	431255924	99.999

#### (ii) Voted against the Resolution:

Number of members Voted	Number of Valid Votes cast be them	y % of total number of valid votes cast
16	4317	0.001

(iii) Invalid Votes:

Number invalid	of	members	whose	votes	were	declared	Number of invalid votes cast by them
0							0

## Resolution No 8. (Ordinary Resolution) Appointment of Mrs. Shikha Sharma (DIN 00043265) as an Independent Director

(i) Voted in Favour of the Resolution:

Number of Members Voted	Number of Valid Votes Cast by Them	% of total number of valid votes cast
594	431246264	99.996

(ii) Voted against the Resolution:

Number of members Voted	Number of Valid Votes cast to them	y % of total number of valid votes cast
37	14027	0.004

(iii) Invalid Votes:

Number invalid	of	members	whose	votes	were	declared	Number of invalid votes cast by them	
0							0	



## 1, BISHOP LEFROY ROAD KOLKATA - 700 020

Annexure I

Format for	Voting	Result
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Torribation	T TOTAL TOTAL	
Date of the AGM	11th June 2019	
Total number of shareholders on record date / cutoff date i.e. 04/06/2019	201966	
No. of shareholders present in the meeting either in person or through proxy:	345	
Promoters and Promoter Group:	1	
Public:	344	
No. of Shareholders attended the meeting through Video Conferencing	N.A.	
Promoters and Promoter Group:	N.A.	
Public	N.A.	

Resolution (1)							
Resolution required: (Ordinary / Special)	Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?	NO						

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended 31st March 2019, together with the reports of the

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	Polled on outstandin	No. of Votes - in favour	against	on votes polled	Votes against on votes
			[1]	[2]	(1)]*100	[4]	[5]	[6]=[(4)/( 2)]*100	nolled [7]=[(5)/ (2)]*100
		E-Voting		217445190	100.00	217445190	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
1	Promoter and Promoter Group	Total	217445190	217445190	100.00	217445190	.0	100.000	0.000
		E-Voting		202852261	81,62	202852261	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
2	Public - Institutional holders	Total	248524717	202852261	81.62	202852261	0	100.000	0.000
		E-Voting		10788866	6.53	10788100	766	99.990	0.010
		Poll		12426	0.01	12426	0	100.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
3	Public-Others	Total	165159822	10801292	6.54	10800526	766	99.990	0.010
		E-Voting		431086317	68.30	431085551	766	100.000	0.000
		Poll		12426	0.00	12426	0	100.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
	Total	Total	631129729	431098743	68.31	431097977	766	99.999	0.001



# TATA GLOBAL BEVERAGES LIMITED Resolution (2) Resolution required: (Ordinary / Special) Whether promoter/ promoter group are interested in the agenda/resolution? NO

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended 31st March 2019, together with the reports of the Auditors thereon.

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin chares [3]=[(2)/ (1)]*100	in favour	No. of Votes - against	% of Votes in favour on votes nolled [6]=[(4)/ (2)]*100	% of Votes against on votes nolled [7]=[(5)/ (2)]*100
		E-Voting		217445190				100.000	
	10	Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)	=	0	0.00	0	0	0.000	0.000
1	Promoter and Promoter Group	Total	217445190	217445190	100.00	217445190	0	100.000	0.000
		E-Voting		202852261	81.62	202852261	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
2	Public - Institutional holders	Total	248524717	202852261	81.62	202852261	0	100.000	0.000
		E-Voting		10788876	6.53	10788130	746	99.990	0.010
		Poll		12425	0.01	12205	220	98.230	1.770
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
3	Public-Others	Total	165159822	10801301	6.54	10800335	966	99.990	0.010
	- 2100	E-Voting		431086327	68.30	431085581	746	100.000	0.000
		Poll		12425	0.00	12205	220	98.230	1.770
	4	Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
	Total	Total	631129729	431098752	68.31	431097786	966	99.999	0.001



TATA GLOBAL BEVERAG	S LIMITED	
Resolution (3		
Resolution required: (Ordinary / Special)	Ordinary	
Whether promoter/ promoter group are interested in the agenda/resolution?	NO	

To declare a Dividend on Equity Shares for the financial year ended 31st March 2019 Promoter/Public **Mode of Voting** Total No. of No. of votes % of Votes No. of Votes -No. of Votes -% of % of polled Polled on in favour against Votes in **Shares Held** Votes outstanding favour on against on shares votes votes nolled [6]=[(4)/ nolled [7]=[(5)/ [3]=[(2)/(1 [5] (2)]\*100 (2)]\*100 [1] [2] )]\*100 [4] 217445190 100,000 0.000 E-Voting 217445190 100.00 0 Poll 0.00 0 0.000 0.000 0 Postal Ballot (if applicable) 0.00 0.000 0.000 0.000 Promoter and Promoter Group Total 217445190 100.00 217445190 100.000 217445190 E-Voting 207328466 83.42 207328466 0 100.000 0.000 Poll 0 0.000 0.000 0.00 Postal Ballot (if applicable) 0.00 0 0 0.000 0.000 0 100.000 0.000 2 Public - Institutional holders Total 248524717 207328466 83.42 207328466 186 100.000 0.000 10789548 10789362 E-Voting 6.53 220 98.230 1.770 Poll 12205 12425 0.01 Postal Ballot (if applicable) 0.00 0 0.000 0.000 6.54 10801567 406 100.000 0.000 3 Public-Others Total 165159822 10801973 435563018 186 100.000 0.000 E-Voting 435563204 69.01 Poll 0.00 12205 220 98.230 1.770 12425 Postal Ballot (if applicable) 0.00 0 0.000 0.000 Total 69.02 435575223 406 99.999 0.001 435575629 Total 631129729



TATA GLOBAL BEVERAGE	S LIMITED	
Resolution (4		
Resolution required: (Ordinary / Special)	Ordinary	
Whether promoter/ promoter group are interested in the agenda/resolution?	NO	

Appointment of Mr. N. Chandrasekaran (DIN 00121863) as Director, liable to retire by rotation.

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	113,751,770	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes nolled [6]=[(4)/ (2)]*100	% of Votes against on votes polled [7]=[(5)/ (2)]*100
		E-Voting		217445190				100.000	
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
1	Promoter and Promoter Group	Total	217445190	217445190	100.00	217445190	0	100.000	0.000
		E-Voting		207328466	83.42	198052774	9275692	95.530	4.470
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
2	Public - Institutional holders	Total	248524717	207328466	83.42	198052774	9275692	95.530	4.470
		E-Voting		10789186	6.53	10787512	1674	99.980	0.020
		Poll		12745	0.01	12745	0	100.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
3	Public-Others	Total	165159822	10801931	6.54	10800257	1674	99.980	0.020
	11	E-Voting		435562842	69.01	426285476	9277366	97.870	2.130
		Poll		12745	0.00	12745	0	100.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
	Total	Total	631129729	435575587	69.02	426298221	9277366	97.883	2.117



TATA GLOBAL BEVERAGE	S LIMITED	
Resolution (5)		
Resolution required: (Ordinary / Special)	Ordinary	
Whether promoter/ promoter group are interested in the agenda/resolution?	NO	

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares [3]=[(2)/	in favour	No. of Votes - against	favour on	% of Votes against on votes
			[1]	[2]	[3]=[(2)/ (1)]*100	[4]	[5]	[6]=[(4)/ (2)]*100	[7]=[(5)/ (2)]*100
		E-Voting		217445190	100.00	217445190	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
	1	Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
1	Promoter and Promoter Group	Total	217445190	217445190	100.00	217445190	0	100.000	0.000
		E-Voting		207328466	83.42	207271304	57162	99.970	0.030
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
2	Public - Institutional holders	Total	248524717	207328466	83.42	207271304	57162	99.970	0.030
		E-Voting		10767720	6.52	10705678	62042	99.420	0.580
		Poll		12745	0.01	12745	0	100.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
3	Public-Others	Total	165159822	10780465	6.53	10718423	62042	99.420	0.580
		E-Voting		435541376	69.01	435422172	119204	99.970	
		Poll		12745	0.00	12745	0	100.000	
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	
	Total	Total	631129729	435554121	69.01	435434917	119204	99.972	0.028



TATA GLOBAL BEVERAGI	S LIMITED	
Resolution (6		
Resolution required: (Ordinary / Special)	Ordinary	41
Whether promoter/ promoter group are interested in the agenda/resolution?	NO	

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin n shares [3]=[(2)/	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes nolled [6]=[(4)/	% of Votes against on votes nolled [7]=[(5)/
			[1]	[2]	[3]=[(2)/ (1)]*100	[4]	[5]	[6]=[(4)/ (2)]*100	[7] = [(5)/(2)]*100
		E-Voting		217445190	100.00	217445190	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
1	Promoter and Promoter Group	Total	217445190	217445190	100.00	217445190	0	100.000	0.000
		E-Voting		203013565	81.69	203013415	150	100.000	0.000
		Poli		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
2	Public - Institutional holders	Total	248524717	203013565	81.69	203013415	150	100.000	0.000
		E-Voting		10788891	6.53	10786578	2313	99.980	0.020
		Poll		12745	0.01	12745	0	100.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
3	Public-Others	Total	165159822	10801636	6.54	10799323	2313	99.980	0.020
		E-Voting		431247646	68.33	431245183	2463	100.000	0.000
		Poll		12745	0.00	12745	0	100.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
	Total	Total	631129729	431260391	68.33	431257928	2463	99.999	0.001



TATA GLOBAL BEVERAGE	S LIMITED	
Resolution (7)		
Resolution required: (Ordinary / Special)	Ordinary	
Whether promoter/ promoter group are interested in the agenda/resolution?	NO	

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled		No. of Votes - in favour	No. of Votes - against	favour on votes	% of Votes against on votes polled [7]=[(5)/
			[1]	[2]	[3]=[(2)/ (1)]*100	[4]	[5]	(2)]*100	(2)]*100
		E-Voting		217445190	100.00	217445190	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
1	Promoter and Promoter Group	Total	217445190	217445190	100.00	217445190	0	100.000	0.000
		E-Voting		203013565	81.69	203013565	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
2	Public - Institutional holders	Total	248524717	203013565	81.69	203013565	0	100.000	0.000
		E-Voting		10788741	6.53	10784964	3777	99.960	0.040
		Poll		12745	0.01	12205	540	95.760	4.240
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
3	Public-Others	Total	165159822	10801486	6.54	10797169	4317	99.960	0.040
		E-Voting		431247496	68.33	431243719	3777	100.000	0.000
		Poll		12745	0.00	12205	540	95.760	4.240
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
	Total	Total	631129729	431260241	68.33	431255924	4317	99.999	0.001



TATA GLOBAL BEVERAGI	2 LIMITED						
Resolution (8)							
Resolution required: (Ordinary / Special)	Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?	NO						

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin a shares [3]=[(2)/	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes nolled [6]=[(4)/	% of Votes against on votes nolled [7]=[(5)/
			[1]	[2]	[3]=[(2)/ (1)]*100	[4]	[5]	(2)]*100	(2)]*100
		E-Voting		217445190	100.00	217445190	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000
1	Promoter and Promoter Group	Total	217445190	217445190	100.00	217445190	0	100.000	0.000
		E-Voting		203013565	81.69	203013565	0	100.000	0.000
		Poll		0	0.00	0	0	0.000	0.000
		Postal Ballot (if applicable)		0	0.00	0	- 0	0.000	0.000
2	Public - Institutional holders	Total	248524717	203013565	81.69	203013565	0	100.000	0.000
		E-Voting		10788791	6.53	10775310	13481	99.880	0.120
		Poll		12745	0.01	12199	546	95.720	170003747
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	
3	Public-Others	Total	165159822	10801536	6.54	10787509	14027	99.870	
		E-Voting		431247546	68.33	431234065	13481		A-00771555
		Poll		12745	0.00	12199	546	95.720	
		Postal Ballot (if applicable)		0	0.00		C	0.000	
	Total	Total	631129729	431260291	68.33	431246264	14027	99.996	0.004

