



WILLIAMSON MAGOR & CO. LIMITED

CIN: L01132WB1949PLC017715

Registered Office: Four Mangoe Lane, Surendra Mohan Ghosh Sarani, Kolkata-700 001

Web: www.wmtea.com, Telephone: 033-2210-1221, 2248-9434/35

Email: administrator@mcleodrussel.com

Folio No./DP. Id./Client Id:

Name:

Address:

Joint Holder(s):

No. of shares held:

Dear Member,

Sub: Voting through electronic means

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Williamson Magor & Co. Limited (“WM” or “the Company”) is offering e-voting facility to its Members in respect of the businesses to be transacted at the Sixty Seventh Annual General Meeting scheduled to be held on Tuesday, 18th September, 2018 at 11:00 a.m.

The Company has engaged the services of Central Depository Services (India) Limited (“CDSL”) to provide e-voting facilities. The e-voting particulars are set out below:

ELECTRONIC VOTING PARTICULARS

EVS (E-voting Sequence Number)	USER ID (16 Digit Demat Account / Folio No. of Members holding shares in physical mode)	PERMANENT ACCOUNT NUMBER (PAN) (Original PAN /as per point no. (viii) of e-voting Instruction)

The e-voting facility will be available during the following voting period:

Commencement of e-voting : From 10.00 a.m. (IST) on 14th September, 2018

End of e-voting : Up to 5:00 p.m. (IST) on 17th September, 2018

Please read the instructions printed overleaf before exercising the vote. This Communication forms an integral part of the Notice dated 10th August, 2018 for the Sixty Seventh Annual General Meeting scheduled to be held on 18th September, 2018. A copy of the said Notice is sent herewith. Attention is invited to the statement on the accompanying Notice that the businesses of the Meeting may be transacted through electronic voting system and that the Company is providing facility for voting by electronic means.

The Notice of the Sixty Seventh Annual General Meeting and this Communication are also available on the website of the Company at www.wmtea.com.

Kolkata
10th August, 2018

Yours faithfully,
Williamson Magor & Co. Limited
H. U. Sanghavi
Company Secretary

Annexure A

The instructions for shareholders voting electronically are as under:

- i) The voting period begins on 14th September, 2018 from 10:00 a.m. (IST) and ends on 17th September, 2018 up to 5:00 p.m. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on 11th September, 2018 i.e. the cut-off date, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- iv) Click on Shareholders.
- v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vi) Next enter the Image Verification as displayed and Click on Login.
- vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field. – Sequence Number is communicated in the Attendance Slip.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none">• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank Details field as mentioned in instruction (v).

- ix) After entering these details appropriately, click on “SUBMIT” tab.
- x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii) Click on the EVSN for the relevant <Williamson Magor& Co. Limited> on which you choose to vote.

- xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xix) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xx) Note for Non – Individual Shareholders and Custodians
 - a) Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - b) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - c) After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - d) The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - e) A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xxi)
 - a) Mr. A. K. Labh, Practicing Company Secretary (FCS:4848 /CP:3238) has been appointed as the Scrutinizer to scrutinize the physical voting at the venue of the Meeting and the remote e-voting process in a fair and transparent manner.
 - b) The Chairman of the Meeting shall allow voting with the assistance of the Scrutinizer, by use of physical ballot paper for all those Members who are present at the Meeting but have not cast their votes by remote e-voting facility. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the Meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall submit a consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the results of the voting forthwith.
 - c) The results shall be declared on or after the AGM of the Company. The results declared alongwith the Scrutinizer’s Report shall be placed on the Company’s website www.wmtea.com and on the website of CDSL immediately after the declaration of results and also be forwarded to the Stock Exchanges.
- (xxii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

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Email: administrator@mcleodrussel.com

Folio No/client ID & DP Id:

ATTENDANCE SLIP
(To be presented at the entrance)
**SIXTY SEVENTH ANNUAL
GENERAL MEETING**
on Tuesday,
18th Septemeber, 2018
at 11.00 a.m.
**at Williamson Magor Hall
of The Bengal Chamber of
Commerce and Industry,**
6, Netaji Subhas Road,
Kolkata-700001

- A member/proxy wishing to attend the Meeting must complete this Attendance Slip before coming to the Meeting and hand it over at the entrance.
- If you intend to appoint a proxy, please complete the Proxy Form and deposit it at the Company’s Registered Office, at least 48 hours before the Meeting.
- Please bring your copy of the Annual Report to the Meeting.

I record my presence at the Sixty Seventh
Annual General Meeting

Name of Proxy in BLOCK LETTERS
(If the Proxy attend instead of the Member)

Signature of Member/Proxy

.....✂.....✂.....✂.....

**Form No. MGT-11
Proxy Form**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3)
of the Companies (Management and Administration) Rules, 2014]

CIN:L01132WB1949PLC017715

Name of the Company : **Williamson Magor & Co. Limited**

Registered Office: Four Mangoe Lane, Surendra Mohan Ghosh Sarani, Kolkata-700 001

Name of the Member(s):

Registered address:

E-mail Id:

Folio No./DP Id.-Client Id :

I/We, being the Member(s) of.....shares of the above named Company, hereby appoint

1. Name :Address :
E-mail Id :Signature :or failing him/her;
2. Name :Address :
E-mail Id :Signature :or failing him/her;
3. Name :Address :
E-mail Id :Signature :or failing him/her;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Sixty Seventh Annual General Meeting of the Company,

to be held on Tuesday, the 18th September, 2018 at 11:00 a.m. at Williamson Magor Hall of The Bengal Chamber of Commerce and Industry, 6, Netaji Subhas Road, Kolkata-700 001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Nos.

1.	Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March 2018, the Consolidated Financial Statements for the said financial year and the Reports of the Board of Directors and the Auditors.
2.	Appointment of a Director in place of Mr. R.S.Jhawar (holding DIN : 00023792), who retires by rotation and being eligible, offers himself for re-appointment.
3.	Special Resolution for approval to Mr. B. M. Khaitan (holding DIN: 00023771) to continue as a Non - Executive Director and Chairman of the Company after 31st March, 2019.
4.	Special Resolution for approval to Mr. R. S. Jhawar (holding DIN: 00023792) to continue as a Non - Executive Director of the Company after 31st March, 2019.
5.	Special Resolution for approval to Mr. T. R. Swaminathan (holding DIN: 00469558) to continue as a Non - Executive Independent Director of the Company after 31st March, 2019.
6.	Special Resolution for approval to Dr. R. Srinivasan (holding DIN: 00003968) to continue as a Non - Executive Independent Director of the Company after 31st March, 2019.
7.	Special Resolution for approval to Mr. G. Momen (holding DIN: 00402662) to continue as a Non - Executive Independent Director of the Company after 31st March, 2019.
8.	Special Resolution for approval to Mr. H. M. Parekh (holding DIN: 00026530) to continue as a Non - Executive Independent Director of the Company after 31st March, 2019.

Signed this.....day of.....2018.

Signature of shareholder(s)..... Signature of Proxy holder(s).....

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company at Four Mangoe Lane, Surendra Mohan Ghosh Sarani, Kolkata -700001, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions and Notes, please refer to the Notice of the Sixty Seventh Annual General Meeting.

Affix
Revenue
Stamp