

DHELAKHAT TEA CO. LIMITED

Registered Office: 4, Dr. Rajendra Prasad Sarani, Kolkata-700001

CIN: L15492WB1917PLC002894

Phone: (033) 2230-4351 **Fax:** (033) 2230-7555

E-mail: sweta.dhelakhat@gmail.com **Web site:** www.dhelakhat.com

Notice of the 98th Annual General Meeting

To,

The Members of

Dhelakhat Tea Co. Limited

Notice is hereby given that the 98th Annual General Meeting ('AGM') of the Members of Dhelakhat Tea Company Limited will be held on **Thursday, 27th July, 2017 at 1.00 P.M. at Sitaram Seksaria Auditorium, Bhartiya Bhasha Parishad, 36A, Shakespeare Sarani, Kolkata-700 017** to transact the following business:

ORDINARY BUSINESS:

1. Adoption of Financial Statements

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of the Board of Directors and the Auditors' thereon.

2. Appointment of Director

To appoint a Director in place of Mr. Sitaram Sharma (DIN: 06609603), a Non Executive / Non Independent Director pursuant to the provisions of Section 152 of the Companies Act, 2013, who retires by rotation and being eligible, offers himself for re-appointment.

3. Appointment of Auditor

To appoint Statutory Auditors of the Company in place of existing Auditor and to fix their remuneration in this connection and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendations of Audit Committee, M/s Acharyya Swapan & Co., Chartered Accountants of 53, College Street, Kolkata-700 073, FRN(325797E) be and is hereby appointed as the Statutory Auditors of the Company in place of M/s M. C. Das & Co., Chartered Accountants, Kolkata (FRN:301110E) for a term of five years who shall hold the office from the conclusion of this Annual General Meeting till the conclusion of the fifth consecutive Annual General Meeting of the Company, subject to ratification of their appointment by the Members at each of the subsequent Annual General Meeting of the Company on such remuneration as may be mutually agreed upon by the Board of Directors and the Auditors.

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass with or without modification the following resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 196 and 203 read with Sections 178(3), 197 and 198 of the Companies Act, 2013 (Act) and Schedule V thereto and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the Members of the Company be and is hereby granted to the re-appointment of Mr. Saradindu Bhattacharya as the Manager of the Company for a term of three years with effect from 10th November, 2016 who has attained the age of 70 (Seventy) years as on 2nd February, 2017 upto the expiry of his present term of office, on the existing terms and conditions as mentioned in the appointment letter addressed to Mr. Saradindu Bhattacharya, with authority to the Nomination and Remuneration Committee of the Board to alter and vary the remuneration as it may deem fit and to fix the quantum, composition and periodicity of the remuneration payable to the Manager. However that the annual remuneration does not exceeds the limits specified under Schedule V of the Act.”

“**RESOLVED FURTHER THAT**, where during his tenure, the Company has no profits or inadequate profits, Manager shall be paid the minimum remuneration as may be determined by the Nomination and Remuneration Committee which shall also have the authority to decide on the quantum, composition and periodicity of payment of such minimum remuneration subject however that such minimum remuneration shall not exceed the limit prescribed under Section II, Part II of Schedule V of the Companies Act, 2013.”

“**RESOLVED FURTHER THAT**, in case the Manager draws remuneration as a managerial person from another Company, the total remuneration payable by both the Companies shall not exceed the higher maximum limit permissible for any one of the Companies.”

By Order of the Board
For **Dhelakhat Tea Company Limited**

Registered Office:

4, Dr. Rajendra Prasad Sarani,
Kolkata – 700001

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Phone: (033) 2230-4351

Fax: (033) 2230-7555

E-mail:sweta.dhelakhat@gmail.com

Website: www.dhelakhat.com

Date: 25th May, 2017

Sweta Shah
Company Secretary

NOTES FORMING PART OF THE NOTICE TO MEMBERS:

1. EXPLANATORY STATEMENT

The respective Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, in respect of the business under Item Nos. 3 and 4 of the accompanying Notice is annexed hereto and forms a part of this Notice.

Information as required under Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to the Director seeking re- appointment as set out in Resolution at Item No. 2 is provided in Annexure to this Notice.

2. PROXIES

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE ‘MEETING’) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

PURSUANT TO THE PROVISIONS OF SECTION 105 OF THE COMPANIES ACT, 2013 AND RULES FRAMED THEREUNDER A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING 50 (FIFTY) AND HOLDING IN THE AGGREGATE NOT MORE THAN 10 (TEN) PER CENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. HOWEVER, A MEMBER HOLDING MORE THAN 10 (TEN) PER CENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER MEMBER.

The Instrument appointing the Proxy, in order to be valid and effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 (forty-eight) hours before the commencement of the meeting. Proxies submitted on behalf of companies, societies etc. must be supported by an appropriate resolution / authority, as applicable.

In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote. *The Proxy holder shall prove his identity at the time of attending the meeting. Proxies are requested to carry a photo-identification to the venue of the AGM.*

3. IMPORTANT DATES FOR MEMBERS

Annual General Meeting: Thursday, July 27, 2017 at 1.00 p.m.

Cut Off Date: Cutoff Date will be 20th July, 2017 to determine Members entitled to undertake voting.

Electronically Voting Period: Electronic voting period begins on Monday, 24th July, 2017(9.00 a.m. IST) and ends on Wednesday, 26th July, 2017 (5.00 p.m. IST) both days inclusive.

Voting Facility will also be provided at the venue of AGM on July 27, 2017 to those Members who are eligible to vote but who have not cast their votes through remote e-voting and who are present at the venue of the AGM.

4. UNCLAIMED DIVIDEND

Members wishing to claim dividends, which remain unclaimed, are requested to correspond with the Share Department of the Company, at the Company's registered office. Members are requested to note that dividends not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 124 of the Companies Act, 2013 be transferred to the Investors' Education and Protection Fund.

Further, the details of dividend unclaimed by the Members for the past years which have not yet been transferred to the Central Government are readily available for view by the Members on the website of the Company at www.dhelakhat.com. Members are encouraged to lodge their claim for dividend which has remained unclaimed.

5. BANK ACCOUNT DETAILS

Regulation 12 and Schedule-I of the SEBI (Listing Obligations and Disclosure Requirements Regulation), 2015, requires all Companies to use the facilities of electronic clearing services for payment of dividend.

You are requested to submit your Bank Details along with an original cancelled cheque or a xerox copy of the cheque to our Registrar, M/s Niche Technologies (P) Ltd. to enable them to update our records, in case you hold shares in physical form and to your Depository Participants in respect of shares held by you in dematerialised form.

6. BOOK CLOSURE

Pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from Friday, July 21, 2017 to Thursday, July 27, 2017 (both days inclusive).

7. NOMINATION FACILITY

Members holding shares in the physical form and desirous of making / changing Nomination in respect of their shareholdings in the Company, as permitted under Section 72 of the Companies Act, 2013 and Rules made thereunder, are requested to submit an application for this purpose to the Company's Registrar and Share Transfer Agents (RTA), Niche Technologies Pvt. Ltd., who will provide the form on request. In respect of shares held in electronic / demat form, the Members may please contact their respective depository participant.

8. COMMUNICATION

All shareholders communication including Notice of the Annual General Meeting ('AGM') along with the Annual Report 2016-2017 of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the Members whose email IDs are registered with the Company's Registrar and Share Transfer Agents / Depository Participants for communication purposes unless any Member has requested for a hard copy of the same. For Members who have not registered their email IDs, physical copies of the Notice of the AGM of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent through permitted mode.

Members may also note that these documents will also be available on the website of the Company at www.dhelakhat.com for their download and all these documents along with all Statutory Registers of the Company as required under Companies Act, 2013 will be open for inspection by the Members at the Registered Office of the Company on all working days except Saturdays, Sundays and Public Holidays, between 9.00 a.m. to 5.00 p.m. upto the date of Annual General Meeting..

For any communication, the shareholders may also send request to the Company Secretary at sweta.dhelakhat.com.

9. CORPORATE REPRESENTATION

A Corporate Member shall be deemed to be present personally only if it is represented in accordance with the Section 113 of the Companies Act, 2013, supported by a certified true copy of the resolution passed by the Board of Directors of the Company authorizing the Representative to attend and vote at the meeting on behalf Corporate Member.

10. REGISTRAR & SHARE TRANSFER AGENTS

Niche Technologies Pvt. Ltd. is the Registrar and Share Transfer Agent (RTA) of the Company. All investor related communication may be addressed to the following address:

Niche Technologies Pvt. Ltd.
D-511 Bagree Market, 5th Floor
71, B.R.B. Basu Road
Kolkata – 700001
Phone No. : 033 22357270/71; Telefax: 033 22156823
Email: nichetechpl@nichetechpl.com

Members holding Shares in physical mode are requested to intimate changes in their address to Niche Technologies Pvt. Ltd. Members holding Shares in electronic mode are requested to send the intimation for change of address to their respective Depository Participants. Any such changes effected by the Depository Participants will automatically reflect in the Company's subsequent records.

11. GO GREEN INITIATIVE

The Company is sending Notice of General Meetings, Financial Statements, etc. through email to the Members whose email IDs are registered with the Company. While going through the Register of Members, it is noticed that there are Members who have not registered their email IDs with the Company. In compliance with provisions of Rule 18 of the Companies (Management and Administration) Rules, 2014 and applicable provisions of the Companies Act, 2013, Members holding Shares in physical form are requested to register their email IDs with the Company's Registrar and Share Transfer Agents (RTA) i.e. Niche Technologies Pvt. Ltd. and Members holding Shares in electronic / demat mode are requested to register their email IDs with their respective Depository Participants (DPs).Copies of the Annual Report will not be distributed at the Meeting. Members are requested to carry their copies of the Annual Report to the Meeting.

12. MANDATORY PAN SUBMISSION

The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding Shares in electronic form are, therefore, requested to submit the PAN details to their Depository Participants with whom they are maintaining their demat accounts. Members holding Shares in physical form can submit their PAN details to the Company's Registrar and Share Transfer Agents, Niche Technologies Private Limited.

13. INSTRUCTION FOR ELECTRONIC VOTING (E-VOTING)

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote by electronic means and the business and all resolutions set forth in this Notice may be transacted through e-Voting Services provided by **Central Depository Services (India) Limited ("CDSL")**.

Similarly, Members opting to vote physically can do the same by remaining present at the meeting and should not exercise the option for e-voting. However, in case Members cast their vote exercising both the options, i.e. physically and e-voting, then votes casted through e-voting shall only be taken into consideration and treated valid whereas votes casted physically at the meeting shall be treated as invalid. The instructions for e-voting are as under. Members are requested to follow the instruction below to cast their vote through e-voting.

The voting period begins on **Monday, 24th July, 2017 (9:00 a.m. IST) and ends on Wednesday, 26th July, 2017 (inclusive of both days) (5:00 p.m. IST)**. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 20th July, 2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

A. In case Member receives an e-mail from CDSL (for members whose-mail addresses are registered with the Company/Depositories):

- i)*** The shareholders should log on to the e-voting website at www.evotingindia.com during the voting period.
- ii)*** Click on "Shareholders" tab.
- iii)*** Now enter your User Id:
 - a. For CDSL: 16 digits beneficiary ID;
 - b. For NSDL: 8 characters DP ID followed by 8 digits client ID and
 - c. Members holding shares in Physical Form should enter Folio No. registered with the Company excluding the special character.
- iv)*** Next enter the Image Verification as displayed and Click on Login.

- v) 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.

If you are a first time user follow the steps given below:

For Member 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.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the Company records for your folio in dd/mm/yyyy format.
Bank Account Number (DBD)	<p>Enter the Bank Account Number as recorded in your demat account with the depository or in the Company records for your folio.</p> <ul style="list-style-type: none"> • Please enter the DOB or Bank Account Number in order to login. • If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iii).

- vi) After entering these details appropriately, click on “SUBMIT” tab.
- vii) 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 mandatory enter their login password in the new password field. Kindly note that this password is to be 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.
- viii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix) Click on the EVSN for the relevant Company name i.e., “**DHELAKHAT TEA COMPANY LIMITED**” on which you choose to vote.
- x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option “YES/NO” as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- xi)* Shareholders holding multiple folios/demat accounts shall choose the voting process separately for each folio / demat account.
- xii)* Click on the “RESOLUTION FILE LINK” if you wish to view the entire Resolution details.
- xiii)* 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.
- xiv)* Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xv)* You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

xvi) **Notes for Institutional Shareholders:**

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp & signed of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a compliance user using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- 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.

- xvii)* Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at sweta.dhelakhat@gmail.com and aklabhcs@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before 26.07.2017 upto 5:00 pm without which the vote shall not be treated as valid.

B. Other Instructions:

- i)* The voting right of the Members shall be in proportion to their shares of the paid up equity share capital of the Company held by them as on cut-off date of 20th July, 2017. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders. A person who is not a member as on cut-off date should treat this notice for information purpose only.

- ii)* The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / beneficiary owners as at closing hours of business, on 2nd June, 2017.
- iii)* Investors who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date i.e. 20th July, 2017 are requested to send the written / email communication to the Company at sweta.dhelakhat@gmail.com by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
- iv)* 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 or contact them at **1800 200 5533**.
- v)* 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. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

14.SCRUTINIZER

The Company has appointed Mr. Atul Kumar Labh., Practicing Company Secretary (FCS No. 4848/C.P. No. 3238), as Scrutinizer for conducting the electronic voting process (both remote e-voting and voting at the AGM through Insta Poll) in a fair and transparent manner.

15.DECLARATION OF RESULTS

The results shall be declared on or after the AGM, but not later than two days from the conclusion of the date of the AGM The results declared alongwith the Scrutinizer’s Report shall be placed on the website of the Company at **www.dhelakhat.com** and on the website of CDSL viz **www.evotingindia.com** within two days of the passing of the resolutions at the 98th Annual General Meeting on 27th July, 2017 and will be communicated to the Stock Exchange where the Company’s Shares are listed, i.e. Calcutta Stock Exchange Ltd.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following statement sets out all material facts relating to certain Ordinary Business and Special Business mentioned in the accompanying Notice:

Item No. 3

M/s. M. C. Das & Co. (FRN: 301110E), Chartered Accountants, Kolkata, were appointed as the Statutory Auditors of the Company at its Annual General Meeting held on 24th July, 2014. However, M/s. M. C. Das & Co., Chartered Accountants, the existing auditor of the Company has tendered their resignation from the position of Statutory Auditors due to their preoccupation resulting into a casual vacancy in the office of Statutory Auditors of the company.

As envisaged by Section 139(8) of the Companies Act, 2013 ("Act") casual vacancy caused by the resignation of auditors can only be filled up by the Company in the general meeting.

In this regard, the Board proposes the name of M/s. Acharyya Swapan & Co. (FRN: 325797E), Chartered Accountants, Kolkata, to be the Statutory Auditors of the Company based on the recommendation of Audit Committee of the Company for approval of the Members .

M/s. Acharyya Swapan & Co. (FRN: 325797E) Chartered Accountants, Kolkata have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

No Director or Key Managerial Personnel of the Company or any of their relatives is concerned or interested, financially or otherwise, in respect of the said Resolution.

Item No. 4

Mr. Saradindu Bhattacharya who has re-appointed as the Manager of the Company by the Board of Directors (the Board) at its Meeting held on 10th November, 2016 for a period of three years with effect from 10th November, 2016, who has attain the age of 70 years on February 02, 2017 and hence the aforesaid appointment of Mr. Saradindu Bhattacharya and his below mentioned remuneration requires the approval of the Members of the Company by way of a Special Resolution in General Meeting pursuant to Part III of Schedule V to the Act. The details of remuneration payable to Mr. Saradindu Bhattacharya and the terms and conditions of the re-appointment are as follows:-

Remuneration Details:

Salary and Other Allowances	Rs. 71,000 per month (Consolidated)
Medical	Rs. 1,42,000 per year
Helper reimbursement	Rs. 2,000/- per month
Minimum Remuneration	In the event of absence or inadequacy of profits in any financial year during his tenure, salary and perquisites subject to the limits stipulated under Schedule V read with Section 196 and 197 of the Companies Act, 2013, are payable.
Nature of Duties	He is entrusted with the power of management of the whole or substantially the whole of the affairs of the Company subject to the superintendence, control and direction of the Board.

Other details of Mr. S. Bhattacharya according to the Secretarial Standards are as follows:

Date of Birth	02.02.1947
Qualification	DIP in Mechanical Engineering
Date of appointment in the Board	1st August, 2015
Directorship in other public limited Companies	<ul style="list-style-type: none"> • Rydak Syndicate Ltd. • Bhulanbararee Coal Co. Ltd. • Diamond Products Printing and Processing Ltd. • Bararee Investments & Leasing Co. Ltd. • Sripadam Investments Ltd. • Jardine Pest Management Ltd.
Membership of Committees in other public limited companies	<p><u>Rydak Syndicate Limited</u> Audit Committee-Member Nomination and Remuneration Committee-Member Stakeholders Relationship Committee-Member</p>
Shareholding in the Company	Nil
Relationship with any Director(s) of the Company	Nil

Mr. Saradindu Bhattacharya has rich and varied experience in the Industry and has been involved in the operations of the Company over a long time. It would be in the interest of the Company to continue the employment of Mr. Saradindu Bhattacharya as Manager.

The resolution set out in item No.4 of the convening Notice has to be considered accordingly and taking into account Mr. Saradindu Bhattacharya's qualification and past experience, the Board feels that it would be in the interest of the Company to appoint him and accordingly recommends its adoption.

No Director or Key Managerial Personnel of the Company or any of their relatives is concerned or interested, financially or otherwise, in respect of the said Resolutions.

DISCLOSURE REQUIRED UNDER VARIOUS PROVISIONS OF LAW

1. Details of Director seeking re-appointment at the Annual General Meeting

At the ensuing Annual General Meeting of the Company, Mr. Sitaram Sharma (DIN: 06609603) Non-Executive Director, retires by rotation pursuant to the provisions of Section 152 of the Companies Act, 2013 (“Act”) read with Companies (Appointment and Qualification of Directors) Rules, 2014 and being eligible, has offered himself for re-appointment as Director of the Company.

Pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the particulars of the aforesaid Director seeking re-appointment at the AGM are given below:

Name of the Director	Mr. Sitaram Sharma		
DIN	06609603		
Date of Birth	10.12.1955		
Date of Appointment	29.05.2014		
Qualification	Graduate		
Expertise in specific functional areas	Experienced in Finance and Business Management and wide experience of Tea Industry.		
Directorship held in other listed Companies	Nil		
Membership/Chairmanship of Committees across Public Companies	Name of the Company	Committee	Position
	Dhelakhat Tea Co. Ltd	Audit Committee	Member
	Dhelakhat Tea Co. Ltd	Nomination and Remuneration Committee	Member
	Dhelakhat Tea Co. Ltd	Stakeholders Relationship Committee	Member
No. of share held in the Company	Nil		
Inter-se relationship with other Directors and Key Managerial Personnel	Nil		

**By Order of the Board
For Dhelakhat Tea Company Limited**

Registered Office:

4, Dr. Rajendra Prasad Sarani,
Kolkata – 700001

CIN: L15492WB1917PLC002894

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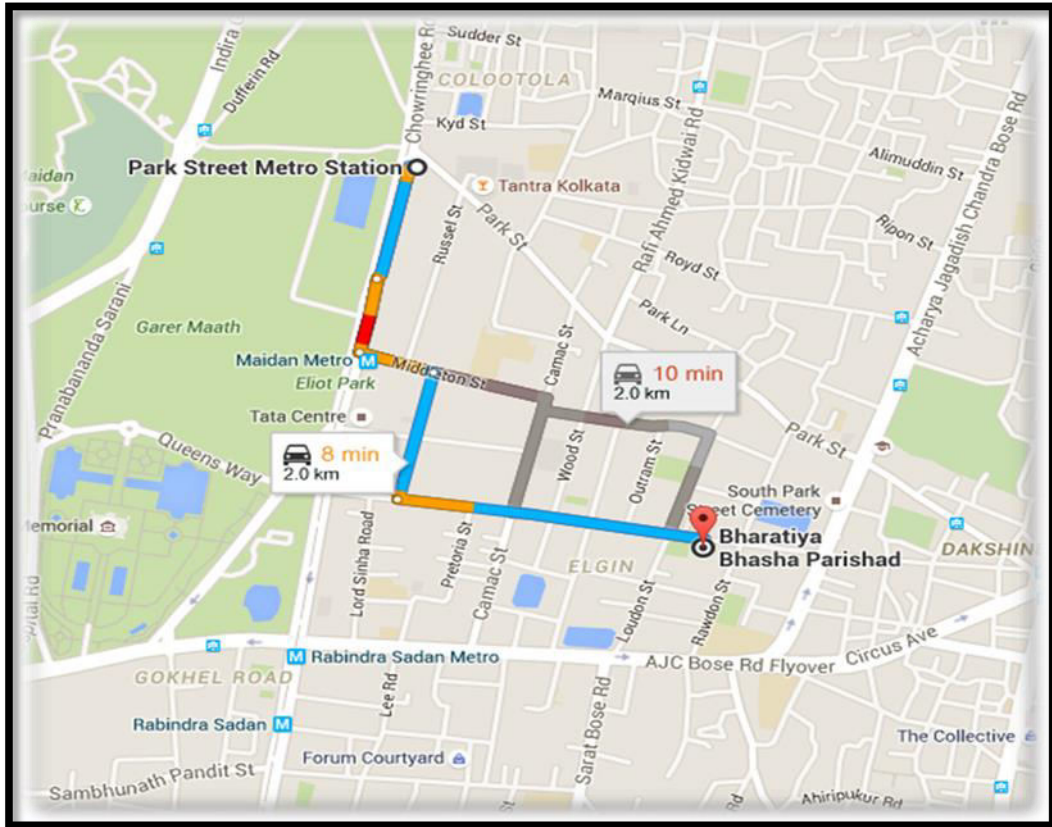
Website: www.dhelakhat.com

Date: 25.05.2017

**Sweta Shah
Company Secretary**

ROUTE MAP

To the venue of 98th Annual General Meeting
at Sitaram Seksaria Auditorium, Bhartiya Bhasha Parishad
36A, Shakespeare Sarani, Kolkata-700017



“The prominent landmark near the venue is Rani Birla College.”