

Date: 26.10.2024

Corporate Relationship Department, <b>BSE Limited.</b> 25 <sup>th</sup> Floor, P.J. Towers, Dalal Street, Mumbai-400 001	The Manager, Listing department, <b>National Stock Exchange of India Ltd.</b> 'Exchange Plaza', C- 1 Block G, Bandra Kurla complex, Bandra (East) Mumbai - 400051	Corporate Relationship Department, <b>Metropolitan Stock Exchange of India Ltd.</b> Building A, Unit 205A, 2nd Floor, Piramal Agastya Corporate Park, L.B.S Road, Kurla West, Mumbai - 400070
<b>BSE Scrip Code: 534600</b>	<b>NSE Scrip Code: JTLIND</b>	<b>MSEI Symbol: JTLIND</b>

REG:

1. FAIR SUMMARY OF PROCEEDINGS OF EXTRA-ORDINARY GENERAL MEETING
2. SCRUTINIZER'S REPORT

Dear Sir,

Please find attached herewith:

1. Proceedings of Extra-ordinary General Meeting (Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015) at **Annexure-1.**
2. Scrutinizer's Report dated 26<sup>th</sup> October 2024 (Section 108 of Companies Act 2013 read with Companies (Management and Administration) Rules, 2014) at **Annexure-2.**

This is further to inform that all the Resolutions (Sr. 01 to 02) mentioned in the Notice dated 03.10.2024 and Explanatory Statement to the Extra-Ordinary General Meeting held on 26.10.2024 have been passed with the requisite majority required for them.

You are requested to take the above said disclosures/documents on your record.

Thanking You

Yours Sincerely

**For JTL Industries Limited**

**Amrender Kumar Yadav**  
**Company Secretary & Compliance Officer**  
**M. No. A41946**

**FAIR SUMMARY OF THE PROCEEDINGS OF EXTRA-ORDINARY GENERAL MEETING OF JTL INDUSTRIES LIMITED HELD ON SATURDAY, THE 26<sup>TH</sup> DAY OF OCTOBER, 2024 AT 11:30 P.M. THROUGH VIDEO CONFERENCING/ OAVM.**

Pursuant to the Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the Extra-Ordinary General Meeting (EGM) of the Company was duly held on Saturday, the 26<sup>th</sup> day of October, 2024 at 11:30 A.M. through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).

1. Mr. Sukhdev Raj Sharma- Independent Director and Chairman of the Board, chaired the Extra-Ordinary General Meeting of the Company. Mrs. Preet Kamal Kaur Bhatia- Chairperson of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Mr. Rakesh Garg, Whole-time Director and member of Audit Committee and Stakeholders' Relationship Committee, Mr. Rakesh Mohan Garg- Independent Director and member of Audit Committee Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Mr. Ashok Goyal Independent Director and member of Audit Committee and Nomination and Remuneration Committee, Mr. Dhruv Singla, Whole-time Director, Mr. Atul Garg, Chief Financial Officer, Mr. Amit Gaur, Chief Strategy Officer, Mr. Sahil Malhotra, Secretarial Auditor & Scrutinizer, and Mr. Amrender Kumar Yadav Company Secretary and Compliance officer of the Company were present.

43 members present in person through Video conference/ OAVM at the EGM. No Members were present through proxy. The Chairman ascertained that the requisite Quorum was present and called the Meeting to order.

Mr. Amrender Kumar Yadav, Company Secretary of the Company introduced the Directors and Scrutinizer to Members and invitees attending the EGM.

Then the Company Secretary briefed the procedure and rules for attending and voting at EGM and also read the items of business. He also informed that in view of various circulars issued by the Ministry of Corporate Affairs and SEBI on time-to-time basis, the meeting was held through video conferencing and with the permission of the Chairman, proceeded with the agenda items after taking note of the required quorum which was duly present. The documents in relation to the agenda items to be transacted were made available for inspection physically at the registered office of the Company.

The Company Secretary informed the Members that as required under Section 108 and 109 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable requirements, the Company had provided remote e-voting facility to its Members in respect of all the Resolutions proposed at this Extra-Ordinary General Meeting. He further informed that the remote e-voting facility was made available to shareholders for 3 days from October 23, 2024 (9.00 A.M. IST) to October 25, 2024 (5.00 P.M. IST). The Company Secretary further informed the members that the facility for e-voting during the meeting was made available for members who had not casted their vote through remote e-voting.

The notice convening the Extra-Ordinary General Meeting already circulated to Members of the

Company were taken as read.

Further the Company Secretary informed that M/s S.V. Associates, Practicing Company Secretaries, Chandigarh acting through CS Sahil Malhotra, were appointed as Scrutinizer for both remote E-voting and E-voting at EGM.

The Company Secretary apprised the members regarding the e-voting facility being available to them for voting on the resolutions and also about declaration of results of the voting.

Thereafter the following resolutions as set out in the Notice convening the Extra-Ordinary General Meeting were read out by the Company Secretary and the following business items as per Notice of EGM were transacted at the meeting:

RESO. NO.	DETAILS OF AGENDA	RESOLUTION REQUIRED	MODE OF VOTING
<b>ORDINARY BUSINESS</b>			
1.	Sub-Division of face value of Equity Shares of the Company from Rs. 2/- (Rupees two only) each to Rs. 1/- (Rupee one) each.	Ordinary	Remote E-voting and by E-voting at the EGM.
2.	Alteration of Capital Clause of Memorandum of Association of the Company consequent to Sub-Division of Face Value of shares of the Company	Ordinary	Remote E-voting and by E-voting at the EGM.

The Company Secretary then invited the members who had registered themselves as speakers to share their views, ask questions and offer comments on the working of the Company.

Further, it was informed that the e-voting results along with the consolidated report shall be informed to the stock exchanges (BSE, NSE and MSEI) within 2 working days of conclusion of General Meeting and also be placed on the website of the Company. The Meeting concluded at 11:40 PM and the electronic voting was concluded after the expiry of 15 minutes thereafter.

There being no other item, the Meeting ended with a vote of thanks to the Chair.

**The Scrutinizer submitted his consolidated/Combined Report on 26.10.2024 post completion of e-voting procedure at EGM, on the basis of which, Item 01 and Item 02 of businesses to the Notice of Extra-Ordinary General Meeting were declared as passed with requisite majorities respectively required for passing them as Ordinary resolutions.**

PLACE: Chandigarh  
DATE: 26.10.2024



**S.V. Associates**  
**Company Secretaries**

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E-mail : saahilmalhotra42@gmail.com, csinfochd@gmail.com

26.10.2024

To  
The Chairman,  
Extra-Ordinary General Meeting of  
JTL Industries Limited  
SCO 18-19, Sector-28 C  
Chandigarh-160002

**Subject: Consolidated Scrutinizers Report on remote e-voting & e-voting at EGM conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rule 2014 at Extra-Ordinary General Meeting (EGM) of JTL Industries Limited held on October, the 26<sup>th</sup> day of October, 2024 at 11.30 a.m. through Video-Conferencing ("VC") or Other Audio-Visual Means ("OAVM").**

Dear Sir,

We, S.V. Associates, Company Secretary in whole time practice, Chandigarh have been appointed by the Board of Directors of JTL Industries Limited in its Meeting held on 03<sup>rd</sup> October, 2024, as the Scrutinizer for the purpose of Scrutinizing the Remote E-voting process and e-voting at the Extra-Ordinary General Meeting (EGM) of JTL Industries Limited held on Saturday, the 26<sup>th</sup> day of October, 2024 at 11.30 A.M. through Video-Conferencing ("VC") or Other Audio-Visual Means ("OAVM") and ascertaining the requisite majority on remote e-voting /e-voting at the EGM as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(3) of Companies, (Management and Administration) Rules, 2014, as amended and pursuant to SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, further read with relevant MCA and SEBI Circulars, on resolutions contained in the notice dated 03<sup>rd</sup> October, 2024 (hereinafter referred to as "the resolutions") of Extra-Ordinary General Meeting of the members of the Company.

1. The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and its Rules. My responsibility as Scrutinizer is restricted to provide Report of votes cast "In favour", "Against" and "Invalid" votes based on the report generated from the electronic platform provided by CDSL, the authorized agency engaged by the company and from the e-voting done at the EGM through the platform provided by CDSL.
2. The members of the Company as on the "cut off" date i.e. 19<sup>th</sup> October, 2024 were entitled to vote on the resolutions as set out in the Notice of the Extra-Ordinary General Meeting.
3. The remote e-voting period remained open from Wednesday, 23<sup>rd</sup> October, 2024 (9.00 A.M. IST) to Friday, 25<sup>th</sup> October, 2024 (5.00 P.M. IST).
4. The E-voting facility during the EGM held on 26.10.2024 was provided through platform provided by CDSL wherein all the required facilities for the



# S.V. Associates Company Secretaries

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shareholders to cast their votes either in favour or against on the resolutions were duly provided. E-voting during the meeting was available for the members who did not cast their vote previously through remote e-voting and were attending the Meeting through video conferencing.

5. After the expiry of time fixed for E-voting at EGM and conclusion of e-voting cast during the EGM, we unblocked the result of votes cast through remote e-voting and e-voting by members during the EGM in my presence and in the presence of two witnesses on 26.10.2024 and e-votes were diligently scrutinized by us.
6. The results of remote e-voting and E-voting at EGM has been consolidated by us. Based on the aforesaid results, we report that all the Ordinary Resolutions as set out in Item Nos. 1 to 2 in the Notice of the Extra-Ordinary General Meeting dated 03.10.2024 have been passed with the requisite majority respectively required for them.
7. The consolidated results on items of the business of EGM are as under:

## ITEM NO. 01

Sub-Division of face value of Equity Shares of the Company from Rs. 2/- (Rupees two only) each to Rs. 1/- (Rupee one) each.

Particulars	Remote e-voting		Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	137	101001759	1	9750	138	101011509	100%
Dissent	6	877	1	50	7	927	0%
Total	143	101002636	2	9800	145	101012436	100%

Invalid Votes: Nil

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 1 of the Notice dated 03.10.2024 of the EGM has been passed as Ordinary Resolution with requisite majority.

## ITEM NO. 02

Alteration of Capital Clause of Memorandum of Association of the Company consequent to Sub-Division of Face Value of Shares of the Company.

Particulars	Remote e-voting		Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	136	101001552	1	9750	137	101011302	100%
Dissent	6	1062	1	50	7	1112	0%
Total	142	101002614	2	9800	144	101012414	100%

Invalid Votes: Nil



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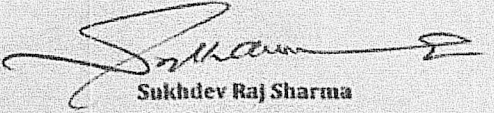
Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 2 of the Notice dated 03.10.2024 of the EGM has been passed as Ordinary Resolution with requisite majority.

We hereby declared that we are maintaining the Registers/electronic record received from the Service provider in respect of the votes cast through remote E-voting and E-voting at EGM by the shareholders of the Company. We shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking you,  
Yours Faithfully  
For S.V. Associates

CS Sahil Malhotra  
(Proprietor)  
M. No: 38204  
COP No. 14791  
Place: Chandigarh  
Date: 26.10.2024  
UDIN: A038204F001777095



  
Sukhdev Raj Sharma  
Chairman