



**JTL
INDUSTRIES
LIMITED**
(Formerly known as JTL Infra Limited)
STEEL PIPES

Registered & Corporate Office:
S.C.O. 18-19, Sector 28-C,
Chandigarh 160002, India
CIN: L27106CH1991PLC011536

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Date: 14.09.2024

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

REG:

- 1. FAIR SUMMARY OF PROCEEDINGS OF ANNUAL GENERAL MEETING**
- 2. SCRUTINIZER'S REPORT**

Dear Sir,

Please find attached herewith:

1. Proceedings of 33rd Annual General Meeting (Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015) at **Annexure-1.**
2. Scrutinizer's Report dated 14th September 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 09) mentioned in the Notice dated 14.08.2024 and Explanatory Statement to the 33rd Annual General Meeting held on 14.09.2024 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
(erstwhile JTL Infra Limited)**

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



FAIR SUMMARY OF THE PROCEEDINGS OF ANNUAL GENERAL MEETING OF JTL INDUSTRIES LIMITED (ERSTWHILE JTL INFRA LIMITED) HELD ON SATURDAY, THE 14TH DAY OF SEPTEMBER, 2024 AT 11:30 P.M. THROUGH VIDEO CONFERENCING/OTHER AUDIO VISUAL MEANS

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 33rd Annual General Meeting (AGM) of the Company was duly held on Saturday, the 14th day of September, 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 33rd Annual General Meeting of the Company. Mrs. Preet Kamal Kaur Bhatia- Chairperson of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Mr. Madan Mohan , Managing Director, 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. Pranav Singla, Whole-time Director, Mr. Atul Garg, Chief Financial Officer, Mr. Amit Gaur, Chief Strategy Officer, Mr. Ashish Chhabra, Statutory Auditor, Mr. Sahil Malhotra, Secretarial Auditor & Scrutinizer, and Mr. Amrender Kumar Yadav Company Secretary and Compliance officer of the Company were present.

52 members present in person through Video conference/ OAVM at the AGM. 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, KMPs Auditors, Scrutinizer and Invitees to members attending the AGM. Then the Chairman of the Board addressed the shareholders and invitees present. Thereafter, Mr. Amit Gaur, Chief Strategy Officer of the Company apprised the members about the progress and performance of the Company and the event that took place during the financial year 2023-24.

Then the Company Secretary briefed the procedure and rules for attending and voting at AGM and also read the business items to be transacted. The Register of Directors and Key Managerial Personnel of the Company, Register of Contracts with related parties and other required statutory registers and records were made available for inspection during the AGM 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 33rd Annual General Meeting. He further informed that the remote e-voting facility was made available to shareholders for 3 days from September 11, 2024 (9.00 A.M. IST) to September 13, 2024 (5.00 p.m. IST). The Company Secretary further informed the members that the facility for e-voting during the meeting as well was made available for members who had not casted their vote through remote e-voting.



The notice convening the Annual 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 AGM. The Company Secretary apprised the members about declaration of results of the voting.

Thereafter the following resolution as set out in the Notice convening the Annual General Meeting were read out by the Company Secretary and the following business item as per Notice of AGM were transacted at the meeting:

RESO. NO.	DETAILS OF AGENDA	RESOLUTION REQUIRED	MODE OF VOTING
ORDINARY BUSINESS			
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote E-voting and by E-voting at the AGM.
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Auditors thereon	Ordinary	Remote E-voting and by E-voting at the AGM.
3.	To declare a Final dividend of Rs. 0.25/- (i.e. @12.5%) per equity share of face value of Rs. 2/- each for the FY 2023-24, on Equity Shares for the financial year ended March 31, 2024.	Ordinary	Remote E-voting and by E-voting at the AGM.
4.	To appoint a Director in place of Mr. Pranav Singla (DIN: 07898093), who retires by rotation at this Meeting and being eligible offers himself for his re-appointment.	Ordinary	Remote E-voting and by E-voting at the AGM.
5.	To appoint a Director in place of Mr. Mithan Lal Singla (DIN: 00156885), who retires by rotation at this Meeting and being eligible offers himself for his re-appointment.	Ordinary	Remote E-voting and by E-voting at the AGM.
SPECIAL BUSINESS			
6.	Ratification and approval of remuneration payable to Cost Auditors.	Ordinary	Remote E-voting and by E-voting at the AGM.
7.	To Re-Appoint Mr. Madan Mohan (DIN:00156668) as a Managing Director of the Company	Special	Remote E-voting and by E-voting at the AGM.
8.	To Re-appoint Mr. Rakesh Garg (DIN:00184081) as a Whole-Time Director of the Company	Special	Remote E-voting and by E-voting at the AGM.
9.	To Re-Appoint Mr. Sukhdev Raj Sharma (DIN: 02135083) as an Independent Director for the second term	Special	Remote E-voting and by E-voting at the AGM.

The Chairman 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. Thereafter Mr.



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Amrender Kumar Yadav, Company Secretary announced voting to be taken electronically and requested the Scrutinizer for the orderly conduct of the voting.

It was announced that the e-voting results along with the consolidated report shall be Informed to the stock exchanges (BSE, NSE and MSEI) and also be placed on the website of the Company within 2 working days of conclusion of AGM. The Meeting concluded at 12.01 p.m. 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 all present.

The Scrutinizer submitted his consolidated/combined Report on 14.09.2024 post completion of e-voting procedure at AGM, on the basis of which, the 01-09 item of businesses to the Notice of Annual General Meeting were declared as passed with requisite majorities respectively required for passing them as Ordinary /Special resolution.

PLACE: Chandigarh

DATE: 14.09.2024



14.09.2024

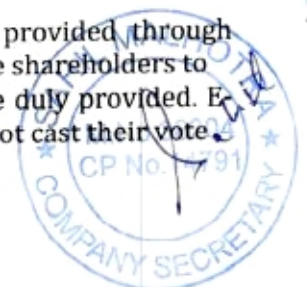
To
The Chairman,
33rd Annual General Meeting of JTL Industries Limited
(erstwhile JTL Infra Limited)
SCO 18-19, Sector-28C
Chandigarh-160002

Subject: Consolidated Scrutinizers Report on remote e-voting & e-voting at AGM conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 at 33rd Annual General Meeting (AGM) of JTL Industries Limited (erstwhile JTL Infra Limited) held on Saturday, the 14th day of September, 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 (erstwhile JTL Infra Limited) in its Meeting held on 14th August, 2024, as the Scrutinizer for the purpose of Scrutinizing the Remote E-voting process and e-voting at the **33rd Annual General Meeting (AGM) of JTL Industries Limited (erstwhile JTL Infra Limited) held on Saturday, the 14th day of September, 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 AGM 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 14th August, 2024 (hereinafter referred to as "the resolutions") of Annual 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 AGM through the platform provided by CDSL.
2. The members of the Company as on the "cut off" date i.e. 07th September, 2024 were entitled to vote on the resolutions as set out in the Notice of the Annual General Meeting.
3. The remote e-voting period remained open from Wednesday, 11th September, 2024 (9.00 a.m. IST) to Friday, 13th September, 2024 (5.00 p.m. IST).
4. The E-voting facility during the AGM held on 14.09.2024 was provided through platform provided by CDSL wherein all the required facilities for the 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 AGM and conclusion of e-voting cast during the AGM, we unblocked the result of votes cast through remote e-voting and e-voting by members during the AGM in my presence and in the presence of two witnesses on 14.09.2024 and e-votes were diligently scrutinized by us.
6. The results of remote e-voting and E-voting at AGM has been consolidated by us. Based on the aforesaid results, we report that all the Ordinary/Special Resolutions as set out in Item Nos. 1 to 9 in the Notice of the 33rd AGM dated 14.09.2024 have been passed with the requisite majority respectively required for them.
7. The consolidated results on items of the business of AGM are as under:

ITEM NO. 01

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	103802529	156	128	3	103802657	159	100%
Dissent	700	1	0	0	700	1	0%
Total	103803229	157	128	3	103803357	160	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 14.08.2024 of the 33rd AGM has been **passed as Ordinary Resolution with requisite majority.**

ITEM NO. 02

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	103802529	156	128	3	103802657	159	100%
Dissent	700	1	0	0	700	1	0%
Total	103803229	157	128	3	103803357	160	100%

Invalid Votes: Nil

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice dated 14.08.2024 of the 33rd AGM has been **passed as Ordinary Resolution with requisite majority.**





ITEM NO. 03

To declare a Final dividend of Rs. 0.25/- (i.e. @12.5%) per equity share of face value of Rs. 2/- each for the FY 2023-24, on Equity Shares for the financial year ended March 31, 2024.

Particulars	Remote e-voting		Voting at the AGM		Total		Percent age (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	103802569	157	128	3	103802697	160	100%
Dissent	700	1	0	0	700	1	0%
Total	103803269	158	128	3	103803397	161	100%

Invalid Votes: Nil

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice dated 14.08.2024 of the 33rd AGM has been **passed as Ordinary Resolution with requisite majority**.

ITEM NO. 04

To appoint a Director in place of Mr. Pranav Singla (DIN: 07898093), who retires by rotation at this Meeting and being eligible offers himself for his re-appointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percent age (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	101633313	146	128	3	101633441	149	97.91%
Dissent	2169916	11	0	0	2169916	11	2.09%
Total	103803229	157	128	3	103803357	160	100%

Invalid Votes: Nil

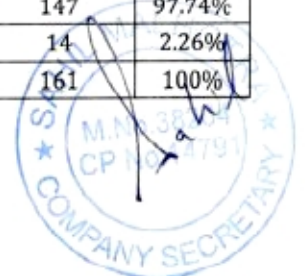
Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 4** of the Notice dated 14.08.2024 of the 33rd AGM has been **passed as Ordinary Resolution with requisite majority**.

ITEM NO. 05

To appoint a Director in place of Mr. Mithan Lal Singla (DIN: 00156885), who retires by rotation at this Meeting and being eligible offers himself for his re-appointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percent age (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	101453884	144	128	3	101454012	147	97.74%
Dissent	2349651	14	0	0	2349651	14	2.26%
Total	103803535	158	128	3	103803663	161	100%

Invalid Votes: Nil





Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 5** of the Notice dated 14.08.2024 of the 33rd AGM has been **passed as Ordinary Resolution with requisite majority.**

Special Business

ITEM NO. 06

RATIFICATION AND APPROVAL OF REMUNERATION PAYABLE TO COST AUDITORS

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	103802624	154	128	3	103802752	157	100%
Dissent	911	4	0	0	911	4	0%
Total	103803535	158	128	3	103803663	161	100%

d
Invalid Votes: Nil

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 6** of the Notice dated 14.08.2024 of the 33rd AGM has been **passed as Ordinary Resolution with requisite majority.**

ITEM NO. 07

TO RE-APPOINT MR. MADAN MOHAN (DIN:00156668) AS A MANAGING DIRECTOR OF THE COMPANY.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	101591978	145	128	3	101592106	148	97.87%
Dissent	2211547	12	0	0	2211547	12	2.13%
Total	103803525	157	128	3	103803653	160	100%

i
Invalid Votes: Nil

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 7** of the Notice dated 14.08.2024 of the 33rd AGM has been **passed as Special Resolution with requisite majority.**

ITEM NO. 08

TO RE-APPOINT MR. RAKESH GARG (DIN:00184081) AS A WHOLE-TIME DIRECTOR OF THE COMPANY





Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	101592048	148	128	3	101592176	151	97.87%
Dissent	2211487	10	0	0	2211487	10	2.13%
Total	103803535	158	128	3	103803663	161	100%

d
Invalid Votes: Nil

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 8** of the Notice dated 14.08.2024 of the 33rd AGM has been passed as **Special Resolution with requisite majority.**

ITEM NO. 09

TO RE-APPOINT MR. SUKHDEV RAJ SHARMA (DIN: 02135083) AS AN INDEPENDENT DIRECTOR FOR THE SECOND TERM

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	101633159	146	128	3	101633287	149	97.91%
Dissent	2170376	12	0	0	2170376	12	2.09%
Total	103803535	158	128	3	103803663	161	100%

Invalid Votes: Nil

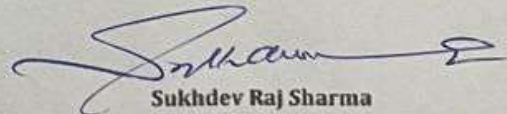
Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 9** of the Notice dated 14.08.2024 of the 33rd AGM has been passed as **Special Resolution with requisite majority.**

We hereby declare 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 AGM 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: 14.09.2024
UDIN: A038204F001219945




Sukhdev Raj Sharma
Chairman