



July 29, 2023

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400001

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (E), Mumbai-400051

Scrip Code: 533320

Symbol: JUBLINDS

Dear Sirs,

Sub: Outcome of National Company Law Tribunal Convened Meeting of the Secured Creditors and Unsecured Creditors of Jubilant Agri and Consumer Products Limited, Wholly-owned Subsidiary

It is informed that NCLT convened meetings of the Secured Creditors and Unsecured Creditors of Jubilant Agri and Consumer Products Limited, Wholly-owned Subsidiary of the Company, were convened at its Registered Office at Bhartiagram, Gajraula, District Amroha-244223, Uttar Pradesh on Saturday, July 29, 2023 at 10:30 AM and 1:30 PM, respectively, to approve the Composite Scheme of Arrangement between HSSS Investment Holding Private Limited, KBHB Investment Holding Private Limited, SSBPB Investment Holding Private Limited, Jubilant Industries Limited and Jubilant Agri and Consumer Products Limited and their respective shareholders and creditors under Sections 230 to 232, Section 66 and other applicable provisions of the Companies Act, 2013 (the 'Act') and rules made thereunder.

We further wish to inform that as per the Scrutinizers' Reports, the Secured Creditors and Unsecured Creditors of the Company, have approved the proposed Composite Scheme of Arrangement with the requisite majority.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations'), we submit the following:

- Summary of proceedings of the NCLT convened meeting of the Secured Creditors – Annexure A.
- Scrutinizer's Report on votes cast by the Secured Creditors by way of poll at the meeting pursuant to the order dated May 3, 2023 of the Hon'ble NCLT, Allahabad Bench and applicable provisions of the Companies Act, 2013 and rules made thereunder – Annexure B.
- Summary of proceedings of the NCLT convened meeting of the Unsecured Creditors - Annexure C.
- Scrutinizer's Report on votes cast by the Unsecured Creditors by way of poll at the meeting pursuant to the order dated May 3, 2023 of the Hon'ble NCLT, Allahabad Bench and applicable provisions of the Companies Act, 2013 and rules made thereunder – Annexure D.

A Jubilant Bhartia Company

OUR VALUES



Jubilant Industries Limited
Plot No. 15, Knowledge Park II,
Greater Noida, Distt. Gautam
Budh Nagar - 201 306, UP, India
Tel: +91 120 7186000
Fax: +91 120 7186140
www.jubilantindustries.com

Regd Office:
Bhartiagram, Gajraula
Distt. Amroha-244 223
UP, India
CIN: L24100UP2007PLC032909

investorsjil@jubl.com



The above documents are also being placed on the website of the Company at <https://www.jubilantindustries.com>.

This is for your information and records.

Thanking you,

Yours faithfully,

For **Jubilant Industries Limited**

Abhishek Kamra
Company Secretary

Encl.: a/a



Annexure A

Summary of the proceedings of the National Company Law Tribunal ('NCLT') Convened Meeting of the Secured Creditors of Jubilant Agri and Consumer Products Limited, Wholly-owned Subsidiary of the Company, held on Saturday, July 29, 2023 at 10:30 A.M. at Bhartiagram, Gajraula, District Amroha-244223, Uttar Pradesh

Pursuant to the Order of the NCLT, Allahabad Bench, passed on May 3, 2023 ("Order") under Section 230(1) of the Companies Act, 2013 (the 'Act') in the Company Application CA(CAA) No. 6/ALD/2023 and Notice of the meeting dated June 19, 2023, a meeting of the Secured Creditors of Jubilant Agri and Consumer Products Limited, Wholly-owned Subsidiary of the Company, was held on Saturday, July 29, 2023 at 10:30 A.M. at the Registered Office of the Company at Bhartiagram, Gajraula, District Amroha-244223, Uttar Pradesh, to consider and if thought fit, to approve the Composite Scheme of Arrangement between HSSS Investment Holding Private Limited, KBHB Investment Holding Private Limited, SSBPB Investment Holding Private Limited, Jubilant Industries Limited and Jubilant Agri and Consumer Products Limited and their respective shareholders and creditors under Sections 230 to 232, Section 66 and other applicable provisions of the Act and applicable rules made thereunder.

The following persons were in attendance:

1. Mr. Shivendra Bahadur, Chairperson
2. Mr. Mehul Khare, Co-Chairperson
3. Mr. S. K. Gupta, Scrutinizer for the Meeting
4. Mr. Umesh Sharma, Chief Financial Officer

6 (Six) Secured Creditors were present at the Meeting through Authorised Representative.

Mr. Shivendra Bahadur, who was appointed as the Chairperson of the Meeting pursuant to the Order of the Hon'ble NCLT, took the chair and welcomed the creditors present at the meeting. The requisite quorum being present, the meeting was called to order.

The Chairman thereafter provided brief background, rationale and salient features of the Scheme.

Pursuant to the Companies Act, 2013, the Statutory Registers and other documents as mentioned in the Notice dated June 19, 2023 were available for inspection at the meeting.

The following resolution as set out in the Notice convening the Meeting was put up to the Secured Creditors for approval:

“RESOLVED THAT pursuant to the provisions of Sections 66, 230 to 232 and other applicable provisions of the Companies Act, 2013, the Rules, Circulars and Notifications made/issued thereunder (including any statutory modification or re-enactment thereof) as may be applicable, and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to approval of the Hon'ble National Company Law Tribunal, Bench at Allahabad ("NCLT") and subject to such other



approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board”), the arrangement embodied in the Composite Scheme of Arrangement between HSSS Investment Holding Private Limited, KBHB Investment Holding Private Limited, SSBPB Investment Holding Private Limited, Jubilant Industries Limited and Jubilant Agri and Consumer Products Limited and their respective shareholders and creditors (“Composite Scheme”) as placed before this meeting, be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangement embodied in the Composite Scheme and to accept such modifications, amendments, limitations and/ or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the arrangement embodied in the Composite Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of account as considered necessary for giving effect to the Scheme, as the Board may deem fit and proper.”

The Chairman informed the Secured Creditors that pursuant to the Order of NCLT and applicable provisions of the Companies Act, 2013, the facility of voting through Poll at the venue of the Meeting is available for casting their vote.

It was further informed that the Hon'ble NCLT had appointed Mr. S. K. Gupta, Practicing Company Secretary as the Scrutinizer, to scrutinize the votes cast at the meeting by poll, in an independent and fair manner.

Thereafter, the Secured Creditors cast their votes on the resolution as mentioned in the Notice convening the meeting, by Poll at the venue of the Meeting.

Subsequently, the Meeting was announced as closed.

Thereafter, the Scrutinizer's Report was received which mentioned that the Secured Creditors have unanimously approved the Scheme of Arrangement with the requisite majority.

This is for your information and records.

S. K. GUPTA
F.C.S.

S.K. Gupta & Co.
Company Secretaries
9, Roland Complex
Upper Floor, 37/17
Westcott Building,
The Mall,
Kanpur-208001(U.P.)
Cell: 9415042137
E-mail :skgupta1903@gmail.com

SCRUTINIZER'S REPORT

To,

The Chairperson appointed for the Meeting of the **Secured Creditors of Jubilant Agri and Consumer Products Limited (CIN: U52100UP2008PLC035862)** convened by the Hon'ble National Company Law Tribunal, Allahabad Bench pursuant to the Order dated 3rd May, 2023 passed in Company Application CA (CAA) No. 6 / ALD / 2023.

Report of Scrutinizer on Poll conducted at the Meeting of Secured Creditors of Jubilant Agri and Consumer Products Limited ("the Company") convened by the Hon'ble National Company Law Tribunal, Allahabad Bench ("NCLT") and held on Saturday, 29th July, 2023 at 10.30 A.M. at the Registered Office of the Company at Bhartiagram, Gajraula, District Amroha – 244223, Uttar Pradesh (hereinafter also referred to as the "Meeting")

Dear Sir,

I, S.K. Gupta, Practicing Company Secretary (Membership No. FCS:2589) was appointed by the Hon'ble National Company Law Tribunal, Allahabad Bench vide its Order dated 3rd May, 2023 passed in the Company Application CA (CAA) No. 6 / ALD / 2023 as Scrutinizer for the purpose of conducting Poll at the venue of the Meeting of the Secured Creditors of the Company held on Saturday, 29th July, 2023 at 10.30

A.M. at the Registered Office of the Company at Bhartiagram, Gajraula, District Amroha – 244223 Uttar Pradesh pursuant to the provisions of the Companies Act, 2013 (the 'Act') read with applicable Rules made thereunder on the resolution seeking approval of the Secured Creditors to the arrangement embodied in the Scheme of Arrangement between HSSS Investment Holding Private Limited (Applicant Co. No. 1/ "Amalgamating Company – 1"), KBHB Investment Holding Private Limited (Applicant Co. No. 2/ "Amalgamating Company – 2"), SSBPB Investment Holding Private Limited (Applicant Co. No. 3 / "Amalgamating Company – 3"), Jubilant Industries Limited (Applicant Co. No. 4/ "JIL") and Jubilant Agri and Consumer Products Limited (Applicant Co. No. 5 / "Amalgamated Company") and their respective Shareholders and Creditors ("Composite Scheme") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 in terms of the Notice dated 19th June, 2023 convening the Meeting (the "Resolution").

I do hereby submit my report as under:-

1. The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules made there under relating to voting done through Poll at the venue of the Meeting on the resolution contained in the Notice of the Meeting.

2. The Cut-off Date was 31st January, 2023 for the purpose of deciding the Secured Creditors entitled to vote through Poll at the venue of the Meeting by the Secured Creditors on the resolution seeking their approval.
3. My responsibility as a Scrutinizer for the voting process (through Poll at the venue of the Meeting) is restricted to scrutinize the voting conducted through Poll at the venue of the meeting in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes casted in favour or against the resolution stated in the Notice, based on the voting conducted through poll at the venue of the Meeting.
4. The Company has, on the basis of the list of Secured Creditors made as on 31st January, 2023, completed the dispatch of the Notice of the Meeting alongwith the relevant annexures referred thereto, proxy form, attendance slip etc. to the Secured Creditors of the Company by registered post and also by email on 24th June, 2023 and also published an advertisement in this regard in 'Hindustan Times' English Newspaper and in 'Hindustan', Hindi Newspaper both on 24th June, 2023 having wide circulation in the District Amroha in the State of Uttar Pradesh where the Registered Office of the Applicant Company No. 5 / Amalgamated Company is situated.

5. On Saturday, 29th July, 2023 at the venue of the NCLT convened Meeting, at the end of the discussions, the Chairperson appointed for the Secured Creditors' Meeting directed for conducting the voting through poll for the Secured Creditors of the Company.
6. The Ballot Box kept for polling was locked in my presence with due identification marks placed by me at the venue of the Meeting.
7. The Secured Creditors put in duly filled in Ballot papers in the locked Ballot box.
8. The locked ballot box was subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.
9. The result of the voting through Poll conducted at the venue of the Meeting seeking approval of the Secured Creditors of the Company to the arrangement embodied in the Scheme of Arrangement between HSSS Investment Holding Private Limited (Applicant Co. No. 1/ "Amalgamating Company – 1"), KBHB Investment Holding Private Limited (Applicant Co. No. 2 / "Amalgamating Company – 2"), SSBPB Investment Holding Private Limited (Applicant Co. No. 3 / "Amalgamating Company – 3"), Jubilant Industries Limited (Applicant Co.

No. 4 / "JIL") and Jubilant Agri and Consumer Products Limited (Applicant Co.
No. 5 / "Amalgamated Company") and their respective Shareholders and
Creditors ("Composite Scheme") is as under:-

RESOLUTION

"RESOLVED THAT pursuant to the provisions of Sections 66, 230 to 232 and other applicable provisions of the Companies Act, 2013, the Rules, Circulars and Notifications made/issued thereunder (including any statutory modification or re-enactment thereof) as may be applicable, and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to approval of the Hon'ble National Company Law Tribunal, Bench at Allahabad ("NCLT") and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board"), the arrangement embodied in the Composite Scheme of Arrangement between HSSS Investment Holding Private Limited, KBHB Investment Holding Private Limited, SSBPB Investment Holding Private Limited, Jubilant Industries Limited and Jubilant

Agri and Consumer Products Limited and their respective shareholders and creditors ("Composite Scheme") as placed before this meeting, be and is hereby approved.

RESOLVED FURTHER THAT *the Board be and is hereby authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangement embodied in the Composite Scheme and to accept such modifications, amendments, limitations and/ or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the arrangement embodied in the Composite Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of account as considered necessary for giving effect to the Scheme, as the Board may deem fit and proper."*

Report on result of voting conducted through Poll at the venue of the Meeting of Secured Creditors of Jubilant Agri and Consumer Products Limited ("Applicant Company No. 5 / Amalgamated Company")

Particulars	Votes cast in Favour	Votes cast Against	Total
I. Secured Creditors present in person			
(a) Number	6	-	6

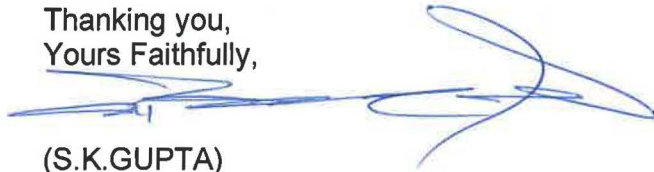


(b) Value of Debt (Rs.)	185,80,17,326	-	185,80,17,326
II. Secured Creditors present by proxy			
(a) Number	-	-	-
(b) Value of Debt (Rs.)	-	-	-
TOTAL (I + II)			
(a) Number	6	-	6
(b) Value of Debt (Rs.)	185,80,17,326	-	185,80,17,326
% age to Total Votes cast	100	-	100

10. The Ballot papers and all other relevant records were handed over to Mr. Umesh Sharma, Authorised Signatory of the Company, the person authorized by the Board of the Applicant Company No. 5 / Amalgamated Company for safe keeping.

11. The resolution was passed **unanimously** by the Secured Creditors voting through Poll at the venue of the Meeting.

Thanking you,
Yours Faithfully,



(S.K.GUPTA)
Scrutinizer
Practicing Company Secretary
F.C.S. No.- 2589
C.P. No.- 1920

Place: Gajraula
Date: 29th July, 2023



Annexure C

Summary of the proceedings of the National Company Law Tribunal ('NCLT') Convened Meeting of the Unsecured Creditors of Jubilant Agri and Consumer Products Limited, Wholly-owned Subsidiary of the Company, held on Saturday, July 29, 2023 at 1:30 P.M. at Bhartiagram, Gajraula, District Amroha-244223, Uttar Pradesh

Pursuant to the Order of the NCLT, Allahabad Bench, passed on May 3, 2023 ("Order") under Section 230(1) of the Companies Act, 2013 (the 'Act') in the Company Application CA(CAA) No. 6/ALD/2023 and Notice of the meeting dated June 19, 2023, a meeting of the Unsecured Creditors of Jubilant Agri and Consumer Products Limited, Wholly-owned Subsidiary of the Company, was held on Saturday, July 29, 2023 at 1:30 P.M. at the Registered Office of the Company at Bhartiagram, Gajraula, District Amroha-244223, Uttar Pradesh, to consider and if thought fit, to approve the Composite Scheme of Arrangement between HSSS Investment Holding Private Limited, KBHB Investment Holding Private Limited, SSBPB Investment Holding Private Limited, Jubilant Industries Limited and Jubilant Agri and Consumer Products Limited and their respective shareholders and creditors under Sections 230 to 232, Section 66 and other applicable provisions of the Act and applicable rules made thereunder.

The following persons were in attendance:

1. Mr. Shivendra Bahadur, Chairperson
2. Mr. Mehul Khare, Co-Chairperson
3. Mr. S. K. Gupta, Scrutinizer for the Meeting
4. Mr. Umesh Sharma, Chief Financial Officer

31 Unsecured Creditors were present at the Meeting in Person or through Authorised Representative.

Mr. Shivendra Bahadur, who was appointed as the Chairperson of the Meeting pursuant to the Order of the Hon'ble NCLT, took the chair and welcomed the creditors present at the meeting. The requisite quorum being present, the meeting was called to order.

The Chairman thereafter provided brief background, rationale and salient features of the Scheme.

Pursuant to the Companies Act, 2013, the Statutory Registers and other documents as mentioned in the Notice dated June 19, 2023 were available for inspection at the meeting.

The following resolution as set out in the Notice convening the Meeting was put up to the Unsecured Creditors for approval:

“RESOLVED THAT pursuant to the provisions of Sections 66, 230 to 232 and other applicable provisions of the Companies Act, 2013, the Rules, Circulars and Notifications made/issued thereunder (including any statutory modification or re-enactment thereof) as may be applicable, and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to approval of the Hon'ble National Company Law Tribunal, Bench at Allahabad ("NCLT") and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and



subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board”), the arrangement embodied in the Composite Scheme of Arrangement between HSSS Investment Holding Private Limited, KBHB Investment Holding Private Limited, SSBPB Investment Holding Private Limited, Jubilant Industries Limited and Jubilant Agri and Consumer Products Limited and their respective shareholders and creditors (“Composite Scheme”) as placed before this meeting, be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangement embodied in the Composite Scheme and to accept such modifications, amendments, limitations and/ or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the arrangement embodied in the Composite Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of account as considered necessary for giving effect to the Scheme, as the Board may deem fit and proper.”

The Chairman informed the Unsecured Creditors that pursuant to the Order of NCLT and applicable provisions of the Companies Act, 2013, the facility of voting through Poll at the venue of the Meeting is available for casting their vote.

It was further informed that the Hon'ble NCLT had appointed Mr. S. K. Gupta, Practicing Company Secretary as the Scrutinizer, to scrutinize the votes cast at the meeting by poll, in an independent and fair manner.

Thereafter, the Unsecured Creditors cast their votes on the resolution as mentioned in the Notice convening the meeting, by Poll at the venue of the Meeting.

Subsequently, the Meeting was announced as closed.

Thereafter, the Scrutinizer's Report was received which mentioned that the Unsecured Creditors have unanimously approved the Scheme of Arrangement with the requisite majority.

This is for your information and records.

S. K. GUPTA
F.C.S.

S.K. Gupta & Co.
Company Secretaries
9, Roland Complex
Upper Floor, 37/17
Westcott Building,
The Mall,
Kanpur-208001(U.P.)
Cell: 9415042137
E-mail :skgupta1903@gmail.com

SCRUTINIZER'S REPORT

To,

The Chairperson appointed for the Meeting of the **Unsecured Creditors of Jubilant Agri and Consumer Products Limited (CIN: U52100UP2008PLC035862)** convened by the Hon'ble National Company Law Tribunal, Allahabad Bench pursuant to the Order dated 3rd May, 2023 passed in Company Application CA (CAA) No. 6 / ALD / 2023

Report of Scrutinizer on Poll conducted at the Meeting of Unsecured Creditors of Jubilant Agri and Consumer Products Limited ("the Company") convened by the Hon'ble National Company Law Tribunal, Allahabad Bench ("NCLT") and held on Saturday, 29th July, 2023 at 1.30 P.M. at the Registered Office of the Company at Bhartiagram, Gajraula, District Amroha – 244223, Uttar Pradesh (hereinafter also referred to as the "Meeting")

Dear Sir,

I, S.K. Gupta, Practicing Company Secretary (Membership No. FCS:2589) was appointed by the Hon'ble National Company Law Tribunal, Allahabad Bench vide its



S. K. GUPTA
F.C.S.

S.K. Gupta & Co.
Company Secretaries
9, Roland Complex
Upper Floor, 37/17
Westcott Building,
The Mall,
Kanpur-208001(U.P.)
Cell: 9415042137
E-mail :skgupta1903@gmail.com


Order dated 3rd May, 2023 passed in the Company Application CA (CAA) No. 6 / ALD / 2023 as Scrutinizer for the purpose of conducting Poll at the venue of the **Meeting of the Unsecured Creditors** of the Company held on **Saturday, 29th July, 2023 at 1.30 P.M.** at the Registered Office of the Company at Bhartiagram, Gajraula, District Amroha – 244223 Uttar Pradesh pursuant to the provisions of the Companies Act, 2013 (the 'Act') read with applicable Rules made thereunder on the resolution seeking approval of the Unsecured Creditors to the arrangement embodied in the Scheme of Arrangement between HSSS Investment Holding Private Limited (Applicant Co. No. 1/ "Amalgamating Company – 1"), KBHB Investment Holding Private Limited (Applicant Co. No. 2/ "Amalgamating Company – 2"), SSBPB Investment Holding Private Limited (Applicant Co. No. 3 / "Amalgamating Company – 3"), Jubilant Industries Limited (Applicant Co. No. 4/ "JIL") and Jubilant Agri and Consumer Products Limited (Applicant Co. No. 5/ "Amalgamated Company") and their respective Shareholders and Creditors ("Composite Scheme") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 in terms of the Notice dated 19th June, 2023 convening the Meeting (the "Resolution").

I do hereby submit my report as under:-



The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules made there under relating to voting done through Poll at the venue of the Meeting on the resolution contained in the Notice of the Meeting.

1. The Cut-off Date was 31st January, 2023 for the purpose of deciding the Unsecured Creditors entitled to vote through Poll at the venue of the Meeting by the Unsecured Creditors on the resolution seeking their approval.
3. My responsibility as a Scrutinizer for the voting process (through Poll at the venue of the Meeting) is restricted to scrutinize the voting conducted through Poll at the venue of the meeting in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes casted in favour or against the resolution stated in the Notice, based on the voting conducted through poll at the venue of the Meeting.
4. The Company has, on the basis of the list of Unsecured Creditors made as on 31st January, 2023, completed the dispatch of the Notice of the Meeting along with the relevant annexures referred thereto, proxy form, attendance slip etc. to



the Unsecured Creditors of the Company by registered post and email on 24th June, 2023 and also published an advertisement in this regard in 'Hindustan Times' English Newspaper and in 'Hindustan', Hindi Newspaper both on 24th June, 2023 having wide circulation in the District Amroha in the State of Uttar Pradesh where the Registered Office of the Applicant Company No. 5 / Amalgamated Company is situated.

5. On Saturday, 29th July, 2023 at the venue of the NCLT convened Meeting, at the end of the discussions, the Chairperson appointed for the Unsecured Creditors' Meeting directed for conducting the voting through poll for the Unsecured Creditors of the Company.
6. The Ballot Box kept for polling was locked in my presence with due identification marks placed by me at the venue of the Meeting.
7. The Unsecured Creditors put in duly filled in Ballot papers in the locked Ballot box.
8. The locked ballot box was subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the

records maintained by the Company and the authorizations / proxies lodged with the Company.

9. The result of the voting through Poll conducted at the venue of the Meeting seeking approval of the Unsecured Creditors of the Company to the arrangement embodied in the Scheme of Arrangement between HSSS Investment Holding Private Limited (Applicant Co. No. 1/ "Amalgamating Company – 1"), KBHB Investment Holding Private Limited (Applicant Co. No. 2 / "Amalgamating Company – 2"), SSBPB Investment Holding Private Limited (Applicant Co. No. 3 / "Amalgamating Company – 3"), Jubilant Industries Limited (Applicant Co. No. 4 / "JIL") and Jubilant Agri and Consumer Products Limited (Applicant Co. No. 5 / "Amalgamated Company") and their respective Shareholders and Creditors ("Composite Scheme") is as under:-

RESOLUTION

"RESOLVED THAT pursuant to the provisions of Sections 66, 230 to 232 and other applicable provisions of the Companies Act, 2013, the Rules, Circulars and Notifications made/issued thereunder (including any statutory modification



S. K. GUPTA
F.C.S.

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9, Roland Complex
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Cell: 9415042137
E-mail :skgupta1903@gmail.com

or re-enactment thereof) as may be applicable, and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to approval of the Hon'ble National Company Law Tribunal, Bench at Allahabad ("NCLT") and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board"), the arrangement embodied in the Composite Scheme of Arrangement between HSSS Investment Holding Private Limited, KBHB Investment Holding Private Limited, SSBPB Investment Holding Private Limited, Jubilant Industries Limited and Jubilant Agri and Consumer Products Limited and their respective shareholders and creditors ("Composite Scheme") as placed before this meeting, be and is hereby approved.

RESOLVED FURTHER THAT *the Board be and is hereby authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution*

and effectively implement the arrangement embodied in the Composite Scheme and to accept such modifications, amendments, limitations and/ or conditions, if any, which may be required and / or imposed by the NCLT while sanctioning the arrangement embodied in the Composite Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of account as considered necessary for giving effect to the Scheme, as the Board may deem fit and proper.”

Report on result through voting conducted through Poll at the venue of the Meeting of Unsecured Creditors of Jubilant Agri and Consumer Products Limited (“Applicant Company No. 5 / Amalgamated Company”)

Particulars	Votes cast in Favour	Votes cast Against	Total



I. Unsecured Creditors present in person			
(a) Number	31	-	31
(b) Value of Debt (Rs.)	3,26,35,988	-	3,26,35,988
II. Unsecured Creditors present by proxy			
(a) Number	-	-	-
(b) Value of Debt (Rs.)	-	-	-
TOTAL (I + II)			
(a) Number	31	-	31
(b) Value of Debt (Rs.)	3,26,35,988	-	3,26,35,988
% age to Total	100	-	100
Votes cast			

S. K. GUPTA
F.C.S.

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Company Secretaries
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Upper Floor, 37/17
Westcott Building,
The Mall,
Kanpur-208001(U.P.)
Cell: 9415042137
E-mail :skgupta1903@gmail.com

10. The Ballot papers and all other relevant records were handed over to Mr. Umesh Kumar, Authorised Signatory of the Company, the person authorized by the Board of the Applicant Company No. 5 / Amalgamated Company for safe keeping.
11. The resolution was passed **unanimously** by the Unsecured Creditors voting through Poll at the venue of the Meeting.

Thanking you,

Yours Faithfully,



(S.K.GUPTA)
Scrutinizer
Practicing Company Secretary
F.C.S. No.- 2589
C.P. No.- 1920

Place: Gajraula
Date: 29th July, 2023