

August 29, 2022

1) Manager – CRD,
BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400001

Re: Jagran Prakashan Limited
Scrip Code: 532705
ISIN: INE199G01027

2) Listing Manager,
National Stock Exchange of India Ltd.,
'Exchange Plaza'
Bandra Kurla Complex,
Bandra (E), Mumbai-400051

Re: Jagran Prakashan Limited
Scrip Code: JAGRAN
ISIN: INE199G01027

Dear Sir / Madam,

Subject: Disclosure pursuant to Regulations 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: Submission of Summary of Proceedings, Voting Results and Scrutinizer's Report of 46th Annual General Meeting ("AGM") of the Members of Jagran Prakashan Limited held on Monday, August 29, 2022 at 12:30 P.M.

This is to inform you that the 46th AGM of the Members of the Company was held on Monday, August 29, 2022 at 12:30 P.M. at Jalsaa Banquet Hall, 4th Floor, Rave@Moti, 117/K/13, Gutaiya, Kanpur-208025 ("AGM") for transacting the business(s) as mentioned in the Notice dated May 30, 2022.

In this regard, please find enclosed herewith the following:

- 1) Summary of proceedings of the AGM as **Annexure-A**.
- 2) Voting Results of the AGM as **Annexure-B**.
- 3) Combined Scrutinizer's Report on remote e-Voting and voting conducted at the AGM through poll, pursuant to the provisions of Sections 108 and 109 of the Companies Act, 2013 read with the Rules made thereunder as **Annexure-C**.

The AGM concluded at 01:17 P.M. The Voting Results along with the Scrutinizer's Report dated August 29, 2022 is also available on the Company's website at www.jplcorp.in and on the website of Kfin Technologies Limited.

Kindly take the same in your records.

Thanking You,

For Jagran Prakashan Limited

AMIT JAISWAL
Digitally signed by AMIT JAISWAL
Date: 2022.08.29 21:18:43
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(Amit Jaiswal)

Chief Financial Officer and Company Secretary

Encl.: As Above

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SUMMARY OF PROCEEDINGS OF THE 46TH ANNUAL GENERAL MEETING (“AGM”) OF THE MEMBERS OF JAGRAN PRAKASHAN LIMITED HELD ON MONDAY, THE 29TH DAY OF AUGUST, 2022, COMMENCED AT 12:30 P.M. AND CONCLUDED AT 01:17 P.M. AT JALSAA BANQUET HALL, 4TH FLOOR, RAVE@MOTI, 117/K/13, GUTAIYA, KANPUR – 208025.

PRESENT:

Mr. Mahendra Mohan Gupta	Chairman & Managing Director, Chairman of Corporate Social Responsibility Committee & Risk Management Committee
Mr. Vijay Tandon	Independent Director & Chairman of the Audit Committee
Mr. Sunil Gupta	Whole-time Director
Mr. Sandeep Gupta	Whole-time Director
Mr. Satish Chandra Mishra	Whole-time Director
Mr. Devendra Mohan Gupta	Non-Executive Director
Mr. Amit Jaiswal	Chief Financial Officer and Company Secretary

ATTENDANCE:

Members / Authorised Representatives: 46
Proxies: 4
Members voted through remote E-voting: 218

The Chairman called the meeting to order as requisite quorum was present. The Chairman introduced the Directors and Key Managerial Personnel present at the meeting.

The representatives of the Statutory Auditors, Secretarial Auditors were also present in the meeting.

The Members were informed by the Company Secretary that the Company had received 4 valid proxies for 7489 equity shares.

The Company Secretary informed the members that all the requisite Statutory Registers, Proxy Register and other documents were available for inspection by the Members.

The Chairman then commenced his speech and gave a synopsis of the business operations and financial performance of the Company during financial year 2021-22. He also provided an insight on the key developments during the current year.

With the consent of the Members, the Notice convening the 46th AGM, Standalone and Consolidated Financial Statements and Board’s Report and annexures thereto along with the reports of the Statutory Auditors and Secretarial Auditors of the Company as already circulated to the Members were taken as read. There were no qualifications or adverse remarks in the Audit Reports.

The Company Secretary apprised the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013 (“the Act”) including Rule 20 of the Companies (Management &

Administration) Rules, 2014, as amended, and Regulation 44 of Securities and Exchange Board of India (Listing Obligations Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the Company had extended to its members the facility to exercise their right to vote, in proportion to their shareholding as on the cut-off date i.e. Monday, August 22, 2022 on all the items set out in the Notice, through remote E-voting and that there would be no voting by show of hands, however, Members who were present at the meeting and who had not cast their votes electronically were provided an opportunity to cast their votes through poll.

The Members were also informed that remote e-voting facility was extended to the Members through KFin Technologies Limited and was made available from Wednesday, August 24, 2022 (09:00 A.M.) and ended on Sunday, August 28, 2022 (05:00 P.M.). It was further informed that the Scrutinizer appointed for the purpose of remote e-voting process and voting through poll at the AGM shall scrutinize the process to ensure that voting was done in a fair and transparent manner and submit his report accordingly.

The Chairman invited the Members for comments, if any, on the Financial Statements and businesses set out in the Notice. Queries received from the Members were replied to satisfactorily.

The Chairman then requested the Members to propose and second the following resolutions as contained in the Notice convening the AGM:

Sr. No.	Particulars	Nature of Business	Type of Resolution
1.	To receive, consider and adopt the Standalone and Consolidated Audited Balance Sheet as at March 31, 2022 and the Statement of Profit and Loss for the year ended on that date together with the Reports of Board of Directors and the Auditors thereon.	Ordinary	Ordinary
2.	To appoint a Director in place of Mr. Sunil Gupta (DIN-00317228), who retires by rotation, and being eligible, offers himself for re-appointment.	Ordinary	Ordinary
3.	To appoint a Director in place of Mr. Satish Chandra Mishra (DIN- 06643245), who retires by rotation, and being eligible, offers himself for re-appointment.	Ordinary	Ordinary
4.	To appoint Price Waterhouse Chartered Accountants LLP (FRN: 012754N/N500016) as the Statutory Auditors of the Company for a period of five (5) consecutive years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 51st Annual General Meeting to be held in the calendar year 2027 and to fix their remuneration.	Ordinary	Ordinary
5.	To appoint Mr. Sandeep Gupta (DIN- 00038410) as a Director liable to retire by rotation.	Special	Ordinary
6.	To appoint Mr. Sandeep Gupta (DIN- 00038410) as a Whole-time Director of the Company.	Special	Special
7.	To re-appoint Mr. Satish Chandra Mishra (DIN-06643245) as a Whole-time Director of the Company.	Special	Ordinary

The Chairman then formally requested Poll on all the resolutions set out in the notice convening the AGM. The Chairman requested members and proxies present, who had not voted electronically to participate in the Poll to be taken. The poll process, including manner of casting of vote, was explained in detail to the Members and proxies present at the AGM.

Thereafter the Chairman initiated the process of voting through poll. The Scrutinizer requested the Members to fill up their ballot paper as per the instructions contained therein, sign and drop the same in the ballot box kept for that purpose. The Chairman requested the Scrutinizer to submit his report on remote e-voting and voting through poll as soon as possible to enable declaration of the voting results within the prescribed timelines.

The Chairman informed the Members that subject to receipt of requisite number of votes, the Resolutions shall be deemed to have been passed as on date of the AGM.

He further informed that the voting results along with the Combined Scrutinizer's Report, would be announced within 48 hours of the conclusion of AGM and the voting results would be hosted on the Company's website viz. www.jplcorp.in and would be informed to the Stock Exchanges (i.e. National Stock Exchange of India Limited and BSE Limited). The voting results and the Combined Scrutinizer's Report would also be hosted on the website of KFin Technologies Limited, Authorised Agency engaged for providing remote e-voting facility.

The Chairman then declared the Meeting as concluded and thanked the Members, Directors and other invitees for participating in the Meeting.

The meeting concluded at 01:17 P.M. with a vote of thanks to the chair.

Based on the Scrutinizer's Report dated August 29, 2022 all the resolutions as set out in the Notice of 46th AGM were declared as passed with requisite majority.

AMIT
JAISSWAL Digitally signed
by AMIT JAISSWAL
Date: 2022.08.29
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General information about company	
Scrip code	532705
NSE Symbol	JAGRAN
MSEI Symbol	NOTLISTED
ISIN	INE199G01027
Name of the company	JAGRAN PRAKASHAN LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-08-2022
Start time of the meeting	12:30 PM
End time of the meeting	01:17 PM

Scrutinizer Details

Name of the Scrutinizer	ADESH TANDON
Firms Name	ADESH TANDON & ASSOCIATES
Qualification	CS
Membership Number	2253
Date of Board Meeting in which appointed	30-05-2022
Date of Issuance of Report to the company	29-08-2022

Voting results

Record date	22-08-2022
Total number of shareholders on record date	50880
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	8
b) Public	42
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	7
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Consideration and adoption of Standalone and Consolidated Audited Balance Sheet as at March 31, 2022 and the Statement of Profit and Loss for the year ended on that date together with the Reports of Board of Directors and Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	183012220	182766684	99.8658	182766684	0	100	0
	Poll		68336	0.0373	68336	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		183012220	182835020	99.9032	182835020	0	100
Public-Institutions	E-Voting	35831053	32303685	90.1556	32303685	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		35831053	32303685	90.1556	32303685	0	100
Public-Non Institutions	E-Voting	44810999	1920587	4.286	1920543	44	99.9977	0.0023
	Poll		1085	0.0024	1035	50	95.3917	4.6083
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		44810999	1921672	4.2884	1921578	94	99.9951
Total		263654272	217060377	82.3277	217060283	94	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Sunil Gupta (DIN- 00317228), as Director of the Company, liable to retire by rotation.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	183012220	182666684	99.8112	182666684	0	100	0
	Poll		68336	0.0373	68336	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		183012220	182735020	99.8485	182735020	0	100
Public- Institutions	E-Voting	35831053	32787974	91.5071	27267011	5520963	83.1616	16.8384
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		35831053	32787974	91.5071	27267011	5520963	83.1616
Public- Non Institutions	E-Voting	44810999	1916157	4.2761	1916012	145	99.9924	0.0076
	Poll		1085	0.0024	1085	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		44810999	1917242	4.2785	1917097	145	99.9924
Total		263654272	217440236	82.4717	211919128	5521108	97.4609	2.5391
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Satish Chandra Mishra (DIN- 06643245), as Director of the Company, liable to retire by rotation.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	183012220	182766684	99.8658	182766684	0	100	0
	Poll		68336	0.0373	68336	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		183012220	182835020	99.9032	182835020	0	100
Public- Institutions	E-Voting	35831053	32787974	91.5071	28548598	4239376	87.0703	12.9297
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		35831053	32787974	91.5071	28548598	4239376	87.0703
Public- Non Institutions	E-Voting	44810999	1916157	4.2761	1916012	145	99.9924	0.0076
	Poll		1085	0.0024	1085	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		44810999	1917242	4.2785	1917097	145	99.9924
Total		263654272	217540236	82.5097	213300715	4239521	98.0512	1.9488
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Price Waterhouse Chartered Accountants LLP as the Statutory Auditors of the Company for a period of five (5) consecutive years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 51st Annual General Meeting to be held in the calendar year 2027 and fixing their remuneration.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	183012220	182766684	99.8658	182766684	0	100	0
	Poll		68336	0.0373	68336	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		183012220	182835020	99.9032	182835020	0	100
Public-Institutions	E-Voting	35831053	32787974	91.5071	32787974	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		35831053	32787974	91.5071	32787974	0	100
Public-Non Institutions	E-Voting	44810999	1916403	4.2766	1914848	1555	99.9189	0.0811
	Poll		1085	0.0024	1085	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		44810999	1917488	4.2791	1915933	1555	99.9189
Total		263654272	217540482	82.5098	217538927	1555	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Sandeep Gupta (DIN- 00038410) as a Director liable to retire by rotation.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	183012220	182766684	99.8658	182766684	0	100	0
	Poll		68336	0.0373	68336	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		183012220	182835020	99.9032	182835020	0	100
Public- Institutions	E-Voting	35831053	32787974	91.5071	27267011	5520963	83.1616	16.8384
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		35831053	32787974	91.5071	27267011	5520963	83.1616
Public- Non Institutions	E-Voting	44810999	1916173	4.2761	1916028	145	99.9924	0.0076
	Poll		1085	0.0024	1085	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		44810999	1917258	4.2785	1917113	145	99.9924
Total		263654272	217540252	82.5097	212019144	5521108	97.462	2.538
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Sandeep Gupta (DIN- 00038410) as the Whole-time Director of the Company for a period of five (5) years w.e.f. May 30, 2022.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	183012220	182766684	99.8658	182766684	0	100	0
	Poll		68336	0.0373	68336	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		183012220	182835020	99.9032	182835020	0	100
Public- Institutions	E-Voting	35831053	32787974	91.5071	27483834	5304140	83.8229	16.1771
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		35831053	32787974	91.5071	27483834	5304140	83.8229
Public- Non Institutions	E-Voting	44810999	1916144	4.2761	1915899	245	99.9872	0.0128
	Poll		1085	0.0024	1085	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		44810999	1917229	4.2785	1916984	245	99.9872
Total		263654272	217540223	82.5097	212235838	5304385	97.5617	2.4383
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Satish Chandra Mishra (DIN: 06643245) as a Whole-time Director of the Company for a further period of three (3) years w.e.f. January 1, 2022.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	183012220	182766684	99.8658	182766684	0	100	0
	Poll		68336	0.0373	68336	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		183012220	182835020	99.9032	182835020	0	100
Public-Institutions	E-Voting	35831053	32787974	91.5071	28765421	4022553	87.7316	12.2684
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		35831053	32787974	91.5071	28765421	4022553	87.7316
Public- Non Institutions	E-Voting	44810999	1916144	4.2761	1897128	19016	99.0076	0.9924
	Poll		1085	0.0024	1085	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		44810999	1917229	4.2785	1898213	19016	99.0082
Total		263654272	217540223	82.5097	213498654	4041569	98.1422	1.8578
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

AMIT
JAIHWAL

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ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

Adesh Tandon
FCS, LL.B., B.Com., AAIMA

811, 8th Floor, KAN Chambers,
14/113, Civil Lines, Kanpur - 208 001 (U.P.)
Tel. : 0512 - 2332397 • **Mobile :** +91-9839100709
E-mail : adesh.tandon11@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended]

To,

The Chairman.

The 46th Annual General Meeting of the members of JAGRAN PRAKASHAN LIMITED ("the Company"), bearing CIN- L22219UP1975PLC004147 held on **Monday, August 29, 2022 at 12:30 P.M. at Jalsaa Banquet Hall, 4th Floor, Rave@Moti, 117/K/13 Gutaiya, Kanpur – 208025.**

Dear Sir,

I, **Adesh Tandon, Company Secretary in Practice**, have been appointed as a "Scrutinizer" by the Board of Directors of Jagran Prakashan Limited ("the Company") for the purpose of scrutinizing the process of remote e-voting and voting through Poll at the AGM, under the provisions of Section 108 and 109 of the Companies Act, 2013 (the Act) read with Rule 20 and 21 of the Companies (Management and Administration) Rules 2014 and amendments thereon on the resolutions contained in the Notice dated 30th May, 2022, calling the 46th Annual General Meeting ("Notice") convened on **Monday 29th August, 2022 at 12:30 PM IST at Jalsaa Banquet Hall, 4th Floor, Rave@Moti, 117/K/13 Gutaiya, Kanpur - 208025.**

Management's Responsibility:

1. The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act, 2013 and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. ("LODR") relating to e-voting and Poll on the resolutions contained in the Notice to the 46th AGM of the members of the Company. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems and voting through Poll as well.

ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

Adesh Tandon
FCS, LL.B., B.Com., AAIMA

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14/113, Civil Lines, Kanpur - 208 001 (U.P.)
Tel. : 0512-2332397 • Mobile : +91-9839100709
E-mail : adesh.tandon11@gmail.com

Scrutinizer's Responsibility:

2. My responsibility as a scrutinizer for Remote e-voting process and voting through Poll at the AGM is restricted to making a Consolidated Scrutinizer's Report of the votes casted 'in favor' or 'against' the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by KFin Technologies Limited, Registrars and Transfer Agents of the Company ("KFintech") and the authorized agency engaged by the Company to provide e-voting facilities for remote e-voting and also based on the Poll conducted at the AGM.

Authorised Agency:

3. The Company has engaged the services of "KFintech" as the Authorised Agency to provide secured system for remote e-voting process.

Cut-off date:

4. The Shareholders of the Company holding shares as on the "cut-off" date (i.e. the record date) of Monday, August 22nd, 2022, were entitled to vote on the Resolutions forming part of the Notice of the AGM.

Remote e-voting:

5. The remote e-voting period began on Wednesday, August 24, 2022 at 09:00 AM (IST) and ended on, Sunday, August 28, 2022 at 05:00 PM (IST). The remote e-voting module was disabled by "KFintech" for voting thereafter.
6. The votes cast electronically were unblocked on August 29, 2022 around 01:17 P.M. in the presence of two witnesses, Mr. Awashesh Dixit, R/o 30/6, Vishnupuri, Kanpur- 208002 and Ms. Dharna Beri R/o 84/2, Site No. 1, Kidwai Nagar, Kanpur-208011.who are not in the employment of the Company and/ or "KFintech".

ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

Adesh Tandon
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They have signed below in confirmation of the E-Votes being unblocked in their presence.



(Awashesh Dixit)



(Dharna Beri)

7. The Poll facility was provided to all the shareholders who attended the AGM to vote on the Resolutions as contained in the Notice of the 46th AGM but not to those shareholders who have opted the facility to vote through remote e-voting prior to the meeting.
8. Thereafter, the details containing, inter alia, the information about shareholders voting 'For' and 'Against' the resolutions, were generated from the E-Voting website of KFintech and based on such reports the results of Remote e-Voting and Poll at AGM on each resolution are given hereunder:

Ordinary Business:

A) Resolution No.1: Ordinary Resolution

To receive, consider and adopt the Standalone and Consolidated Audited Balance Sheet of the Company as at 31st March, 2022 and the Statement of Profit and Loss for the year ended on that date together with the Reports of Board of Directors and the Auditors thereon:

**ADESH
TANDON** Digitally signed by
ADESH TANDON
Date: 2022.08.29
21:04:00 +05'30'

ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

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Voted in 'FAVOUR' of the resolution:

Number of Members voted through E-voting	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "Favour" of resolution by Poll	Total Number Votes cast in "Favour" of resolution through e-voting and Poll	% of total number of valid votes cast
213	21,69,90,912	15	69,371	21,70,60,283	99.9999

Voted 'AGAINST' the resolution:

Number of Members voted through E-voting	Number of votes cast 'against' resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in "Against" resolution by Poll	Total Number Votes cast in "against" resolution through e-voting and Poll	% of total number of valid votes cast
1	44	1	50	94	0.0001*

Voted **INVALID: NIL**

Note: 4 shareholders whose aggregate shareholding is 4,84,337 Equity shares have abstained their voting rights.

*values are rounded off.

Result:

As the votes cast in favour of the resolution are more than the votes cast against the resolution as set out in the Notice as Item No. 1, therefore, the ordinary resolution has been passed with requisite majority.

**ADESH
TANDON** Digitally signed by
ADESH TANDON
Date: 2022.08.29
21:04:21 +05'30'

ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

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B) Resolution No. 2: Ordinary Resolution

To appoint a Director in place of Mr. Sunil Gupta (DIN: 00317228), who retires by rotation, and being eligible, offers himself for re-appointment:

Voted in 'FAVOUR' of the resolution:

Number of Members voted through E-voting	Number of votes cast in 'Favour' of resolution by e-voting	Number of members voted through Poll	Number of votes cast in "Favour" of resolution by Poll	Total Number Votes cast in "Favour" of resolution through e-voting and poll	% of total number of valid votes cast
176	21,18,49,707	16	69,421	21,19,19,128	97.4608

Voted 'AGAINST' the resolution:

Number of Members voted through E-voting	Number of votes cast 'against' resolution by e-voting	Number of members voted through Poll	Number of votes cast in "Against" resolution by Poll	Total Number Votes cast in "against" resolution through e-voting and poll	% of total number of valid votes cast
36	55,21,108	0	0	55,21,108	2.5392

Voted INVALID: NIL

Note: 6 shareholders whose aggregate shareholding is 1,04,478 Equity shares have abstained their voting rights.

Result:

As the votes cast in favour of the resolution are more than the votes cast against the resolution as set out in the Notice as Item No. 2, therefore, the ordinary resolution has been passed with requisite majority.

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C) Resolution No. 3: Ordinary Resolution

To appoint a Director in place of Mr. Satish Chandra Mishra (DIN: 06643245), who retires by rotation, and being eligible, offers himself for re-appointment:

Voted in 'FAVOUR' of the resolution:

Number of Members voted through E-voting	Number of votes cast in 'Favour' of resolution by e-voting	Number of members voted through Poll	Number of votes cast in "Favour" of resolution by Poll	Total Number Votes cast in "Favour" of resolution through e-voting and poll	% of total number of valid votes cast
178	21,32,31,294	16	69,421	21,33,00,715	98.0512

Voted 'AGAINST' the resolution:

Number of Members voted through E-voting	Number of votes cast 'against' resolution by e-voting	Number of members voted through Poll	Number of votes cast in "Against" resolution by Poll	Total Number Votes cast in "against" resolution through e-voting and poll	% of total number of valid votes cast
35	42,39,521	0	0	42,39,521	1.9488

Voted INVALID: NIL

Note: 5 shareholders whose aggregate shareholding is 4,478 Equity shares have abstained their voting rights.

Result:

As the votes cast in favour of the resolution are more than the votes cast against the resolution as set out in the Notice as Item No.3, therefore, the ordinary resolution has been passed with requisite majority.

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D) Resolution No. 4: Ordinary Resolution

To appoint Price Waterhouse Chartered Accountants LLP as the Statutory Auditors of the Company for a period of five (5) consecutive years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 51st Annual General Meeting to be held in the calendar year 2027 and to fix their remuneration:

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through E-voting	Number of votes cast in 'Favour' of resolution by e-voting	Number of members voted through Poll	Number of votes cast in "Favour" of resolution by Poll	Total Number Votes cast in "Favour" of resolution through e-voting and poll	% of total number of valid votes cast
209	21,74,69,506	16	69,421	21,75,38,927	99.9993

Voted '**AGAINST**' the resolution:

Number of Members voted through E-voting	Number of votes cast 'against' resolution by e-voting	Number of members voted through Poll	Number of votes cast in "Against" resolution by Poll	Total Number Votes cast in "against" resolution through e-voting and poll	% of total number of valid votes cast
6	1,555	0	0	1,555	0.0007

Voted **INVALID: NIL**

Note: 3 shareholders whose aggregate shareholding is 4,232 Equity shares have abstained their voting rights.

Result:

As the votes cast in favour of the resolution are more than the votes cast against the resolution as set out in the Notice as Item No. 4, therefore, the ordinary resolution has been passed with requisite majority.

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SPECIAL BUSINESS:

E) Resolution No. 5: Ordinary Resolution

To appoint Mr. Sandeep Gupta (DIN: 00038410) as a Director liable to retire by rotation:

Voted in 'FAVOUR' of the resolution:

Number of Members voted through E-voting	Number of votes cast in 'Favour' of resolution by e-voting	Number of members voted through Poll	Number of votes cast in "Favour" of resolution by Poll	Total Number Votes cast in "Favour" of resolution through e-voting and poll	% of total number of valid votes cast
178	21,19,49,723	16	69,421	21,20,19,144	97.4620

Voted 'AGAINST' the resolution:

Number of Members voted through E-voting	Number of votes cast 'against' resolution by e-voting	Number of members voted through Poll	Number of votes cast in "Against" resolution by Poll	Total Number Votes cast in "against" resolution through e-voting and poll	% of total number of valid votes cast
36	55,21,108	0	0	55,21,108	2.5380

Voted **INVALID: NIL**

Note: 4 shareholders whose aggregate shareholding is 4,462 Equity shares have abstained their voting rights.

Result:

As the votes cast in favour of the resolution are more than the votes cast against the resolution as set out in the Notice as Item No. 5, therefore, the ordinary resolution has been passed with requisite majority.

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F) Resolution No. 6: Special Resolution

To appoint Mr. Sandeep Gupta (DIN: 00038410) as a Whole - Time Director of the company:

Voted in 'FAVOUR' of the resolution:

Number of Members voted through E-voting	Number of votes cast in 'Favour' of resolution by e-voting	Number of members voted through Poll	Number of votes cast in "Favour" of resolution by Poll	Total Number Votes cast in "Favour" of resolution through e-voting and poll	% of total number of valid votes cast
179	21,21,66,417	16	69,421	21,22,35,838	97.5617

Voted 'AGAINST' the resolution:

Number of Members voted through E-voting	Number of votes cast 'against' resolution by e-voting	Number of members voted through Poll	Number of votes cast in "Against" resolution by Poll	Total Number Votes cast in "against" resolution through e-voting and poll	% of total number of valid votes cast
34	53,04,385	0	0	53,04,385	2.4383

Voted INVALID: NIL

Note: 5 shareholders whose aggregate shareholding is 4,491 Equity shares have abstained their voting rights.

Result:

As the votes cast in favour of the resolution are more than thrice the number of votes cast against the resolution as set out in the Notice as Item No. 6, therefore, the special resolution has been passed with requisite majority.

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G) Resolution No. 7: Ordinary Resolution

To re-appoint Mr. Satish Chandra Mishra (DIN: 06643245) as a Whole-Time Director of the Company:

Voted in 'FAVOUR' of the resolution:

Number of Members voted through E-voting	Number of votes cast in 'Favour' of resolution by e-voting	Number of members voted through Poll	Number of votes cast in "Favour" of resolution by Poll	Total Number Votes cast in "Favour" of resolution through e-voting and poll	% of total number of valid votes cast
178	21,34,29,233	16	69,421	21,34,98,654	98.1422

Voted 'AGAINST' the resolution:

Number of Members voted through E-voting	Number of votes cast 'against' resolution by e-voting	Number of members voted through Poll	Number of votes cast in "Against" resolution by Poll	Total Number Votes cast in "against" resolution through e-voting and poll	% of total number of valid votes cast
35	40,41,569	0	0	40,41,569	1.8578

Voted **INVALID: NIL**

Note: 5 shareholders whose aggregate shareholding is 4,491 Equity shares have abstained their voting rights.

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Result:

As the votes cast in favour of the resolution are more than the votes cast against the resolution as set out in the Notice as Item No. 7, therefore, the ordinary resolution has been passed with requisite majority.

For Adesh Tandon & Associates
Company Secretaries

Peer Reviewed Unit: 741/2020

UDIN: F002253D000869251

Date: 29.08.2022

Place: Kanpur

ADESH
TANDON

Digitally signed by ADESH
TANDON
Date: 2022.08.29 21:06:34 +05'30'

(Adesh Tandon)
Proprietor
FCS No. 2253
C.P. No. 1121

AMIT
JAISWAL

Digitally signed
by AMIT JAISWAL
Date: 2022.08.29
21:39:12 +05'30'