



JCT LIMITED

Corporate Office: 305, 3rd Floor, Rattan Jyoti, 18 Rajendra Place, New Delhi-110008
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Website: www.jct.co.in; E-mail: jctsecretarial@jctltd.com

September 15, 2018

Department of Corporate Services
Bombay Stock Exchange Limited
Phiroze jeejeebhoy Towers
Dalal Street, Mumbai

Sub: Intimation of Proceedings of 69th Annual General Meeting held on 14.09.2018 pursuant to Regulation 44 and 30 of the SEBI (LODR) Regulations 2015 (Listing Regulations).

Scrip Code: 500223

Dear Sir/Madam,

Pursuant to Regulation 44 and 30 of Listing Regulations, we hereby intimate that the 69th Annual General Meeting (AGM) of the Company was held on Friday, the 14th Day of September, 2018 at 11.30 am at the Registered Office of the Company.

The Chairman had ordered a Poll on all the resolutions from item no. 1 to 10 of the notice of the 69th AGM date 14.09.2018. The resolution/Item no. 1 to 10 were passed (including votes cast through remote e-voting) with requisite majority (Brief Report enclosed herewith).

The Voting Result and the Scrutinizer Report on E-voting and voting by poll at the 69th AGM are also enclosed herewith.

This is for your information please.

Thanking You,

Yours faithfully,
For JCT Limited


(Nidhi Goel)
Company Secretary

Encl: AA

Regd. Office: Village Chohal, Dist. Hoshiarpur (Punjab)
Corporate Identification No. (CIN): L17117PB1946PLC004565

PROCEEDINGS OF THE 69th ANNUAL GENERAL MEETING DATED 14.09.2018

Item No.	Brief Particulars	Resolutions (Ordinary/Special)	Result
1.	To consider and adopt the Financial Statements for the year ended 31 st March, 2018 and the Reports of the Board of Directors and Auditors thereon.	Ordinary	Passed with Requisite majority
2.	Re-appointment of Ms. Priya Thapar (DIN: 06742680),as Director	Ordinary	Passed with Requisite majority
3.	Ratification of appointment of M/s Navdeep Singh & Company, Chartered Accountant (Registration No. 008400N) as Statutory Auditors for the financial year ending 31 st March 2019	Ordinary	Passed with Requisite majority
4.	Ratification of the Remuneration of the Cost Auditor, M/s Goyal, Goyal & Associates, Cost Accountant (Firm Registration No. 000100), For the financial year ending 31 st March, 2019	Ordinary	Passed with Requisite majority
5.	Appointment of Mr. RamSwaroop Samria (DIN: 00375315) as Independent Director of the Company.	Special	Passed with Requisite majority
6.	Re-appointment and payment of remuneration to Mr. Samir Thapar (DIN: 00062287),as Chairman & Managing Director for the period from 01.10.2018 to 30.09.2021	Special	Passed with Requisite majority
7.	Re-appointment and payment of remuneration to Ms. Priya Thapar (DIN: 06742680),as Whole Time Director for the period from 01.12.2018 to 30.11.2021	Special	Passed with Requisite majority
8.	Increase of Share Capital of the Company and subsequent Alteration of Memorandum of Association of the Company.	Special	Passed with Requisite majority
9.	Issue of Fresh Equity Shares to Foreign Currency Convertible Bondholders (Non-Promoters) in lieu of settlement of Debt.	Special	Passed with Requisite majority
10.	Creation of Charge(s) /Mortgage/ Hypothecation on the property of Company in lieu of settlement of Debt of Foreign Currency Convertible Bondholders.	Special	Passed with Requisite majority

SEEMA K & ASSOCIATES
Company Secretaries
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Consolidated Scrutinizer's Report

(Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules 2014 as amended)

To,
The Chairman,
J C T Limited
Village Chohal
District Hoshiarpur
Punjab -146 024

Annual General Meeting of Equity shareholders of J C T Limited held on September 14, 2018

Dear Sir,

Pursuant to the Resolution passed by the Board of Directors of J C T Limited (hereinafter referred to as the "Company") on 14th August, 2018, I, Seema S Khanna, Company Secretary in Whole-time Practice having office at F5/10A, GF, Model Town-I, Delhi, have been appointed as a Scrutinizer for the purpose of:

- scrutinizing e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended
- scrutinizing Poll process on demand under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended

on the resolutions set out in the Notice of Annual General Meeting of J C T Limited held on 14th September, 2018 at the Registered Office at Village Chohal, District Hoshiarpur, Punjab.



The cut- off date (record date) for the purposes of identifying the shareholders entitled to vote on the resolutions placed for the approval of the shareholders was September 7th, 2018.

As prescribed in the aforesaid rules, the e- voting facility was kept open for four days from Monday, September 10th, 2018 (9.00 A.M.) till Thursday, September 13th, 2018 (5.00 P.M.)

As prescribed in the clause (v) of sub rule 3 of the Rule 20, the company also released an advertisement on 25th August, 2018 in Hindi and English Newspapers.

The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the facility of electronic voting in respect of resolution to be passed at the Annual General Meeting. At the end of the voting period on Thursday, September 13th, 2018, the voting portal of the service provider was blocked forthwith.

On September 14th, 2018 the votes cast by e-voting were unblocked by me as scrutinizer in the presence of Ms. Kanika R/o R-714, Raghbir Nagar, J J Colony, Delhi-110027 and Ms. Parul Gupta R/o 4947, Gali no. 40, Ragarpura, Karol Bagh, New Delhi - 110005 who acted as witnesses, as prescribed in sub rule 3(xi) of the said Rule 20. The witnesses are not the employees of the Company.

Kanika

Witness 1: Ms. Kanika

Parul Gupta

Witness 2: Ms. Parul Gupta

As Scrutinizer, the report of the e-voting carried out by the shareholders was duly compiled, the details of which are as follows:

The total paid-up equity share capital of the Company as on 14th September, 2018 was Rs. 149,53,14,955 divided into 59,81,25,982 equity shares of Rs.2.50/- each.

There are in all 44 shareholders holding 9,13,15,122 equity shares of the company (resolution no. 1), 46 shareholders holding 23,67,42,989 equity shares (resolution no. 2) and 44 shareholders holding 23,67,40,339 equity shares (resolution no. 3), 42 shareholders holding 23,67,18,489 equity shares (resolution no. 4), 45 shareholders holding 23,67,40,489 equity shares (resolution no. 5), 46 shareholders holding 23,67,42,989 shares (resolution no. 6), 44 shareholders holding 23,67,40,389 equity shares (resolution no. 7), 45 shareholders holding



23,67,40,489 equity shares (resolution no. 8), 44 shareholders holding 23,67,39,989 equity shares (resolution no. 9), 43 shareholders holding 23,67,39,279 equity shares (resolution no. 10), who have participated in the e-voting process carried out by the company and 34 shareholders holding 5,16,216 equity shares who have participated in the poll process.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means and polls for the resolutions contained in the 69th Notice of the Annual General Meeting of Shareholders of the Company. My responsibility as Scrutinizer for the voting process (e voting and through poll) is restricted to make a consolidated Scrutinizer's report of votes cast 'in favour' or 'against' for the respective resolutions, based on the reports generated from the e-voting system provided by National Security Depository Limited (NSDL) and report generated for voting by use of ballots at the Meeting. I submit my consolidated report on all resolutions contained in the Notice of Annual General Meeting as under:

Item No. 1

Adoption of Financial Statements for the financial year ended 31st March, 2018

Detail of votes cast:

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
78	91831338	78	91831338	0	0

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
69	91825833	99.99

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
9	5505	0.01



Item No. 2

Appointment of Ms. Priya Thapar, Director

Detail of votes cast:

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
80	237259205	80	237259205	0	0

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
62	237236213	99.99

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
18	22992	0.01

Item No. 3

Ratification of appointment of Statutory Auditors

Detail of votes cast:

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
78	237256555	78	237256555	0	0



(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
63	237248888	99.99

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
15	7667	0.01

Item No. 4

Approval of Cost Auditor's remuneration

Detail of votes cast:

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
76	237234705	76	237234705	0	0

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
66	237233363	99.99

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
10	1342	0.01



Item No. 5

Appointment of Mr. Ramswaroop Samaria as an Independent Director

Detail of votes cast:

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
79	237256705	79	237256705	0	0

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
68	237254663	99.99

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	2042	0.01

Item No. 6

Reappointment and Payment of remuneration to Mr. Samir Thapar, Chairman and Managing Director for the period from 1.10.2018 to 30.09.2021

Detail of votes cast:

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
80	237259205	80	237259205	0	0



(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
61	237246913	99.99

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
19	12292	0.01

Item No. 7

Reappointment and Payment of remuneration to Ms. Priya Thapar, as Whole-time Director for the period from 1.12.2018 to 30.11.2021

Detail of votes cast:

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
78	237256605	78	237256605	0	0

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
59	237232513	99.99



(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
19	24092	0.01

Item No. 8

Increase in Share Capital and Alteration of Memorandum of Association

Detail of votes cast:

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
79	237256705	79	237256705	0	0

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
66	237253963	99.99

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
13	2742	0.01

Item No. 9

Issue of fresh equity shares to Foreign Currency Convertible Bondholders (Non Promoters)

Detail of votes cast:



Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
78	237256205	78	237256205	0	0

(i) Voted in favour of the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
67	237254463	99.99

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
12	1742	0.01

Item No. 10

Creation of charge(s)/Mortgage/Hypothecation

Detail of votes cast:

Total votes cast		Valid votes		Invalid votes	
Number of members	Number of votes cast	Number of members	Number of votes cast	Number of members	Number of votes cast
77	237255495	77	237255495	0	0



(i) Voted in favour of the resolution (out of valid votes cast):

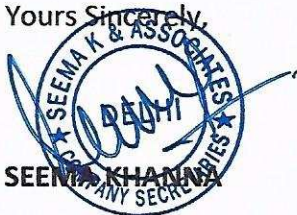
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
63	237241830	99.99

(ii) Voted against the resolution (out of valid votes cast):

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
14	13665	0.01

The electronic data and all other relevant documents/records relating to voting is under my safe custody and will be handed over to the chairman and/or the company secretary of the company after the chairman considers, approves and signs the minutes of the Annual General Meeting in compliance with rule 20(3)(xiii) of the companies (Management & Administration) Rules, 2014.

Yours Sincerely,



COMPANY SECRETARY IN WHOLE-TIME PRACTICE

CP No. 4397

Date: 15.09.2018

Place: Delhi