

# **JASCH INDUSTRIES LTD.**

**Regd. Office & Works** : 43/5, Bahalgarh Road,  
P.O. Bahalgarh-131021, Distt. Sonapat, (Haryana) INDIA  
CIN NO.: L24302HR1985PLC022758  
Phone : 91-130-3053600, 6451517, 6451518 .  
FAX : 91-130-3053697, 3053698  
Website: www.jaschindustries.com  
E-mail : info@jasch.biz / accounts@jasch.biz

# **JASCH**

JI/SE/N

Date: 31<sup>st</sup> August 2019

The BSE Ltd.,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400001

## **Re: Outcome of 33<sup>rd</sup> Annual General Meeting(AGM) held on 30<sup>th</sup> August 2019**

Dear Sir,

We are enclosing herewith the following:

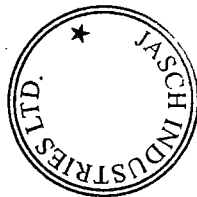
1. Minutes of Proceedings of AGM pursuant to regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations").
2. Voting Results pursuant to regulation 44(3) of the Listing Regulations and the Scrutinizer report pursuant to Section 108 of the Companies Act. 2013 read with Rule 20 of the Companies (Management and Administration) Rules. 2014.

This is for your information and record.

Thanking you

Yours faithfully,  
For Jasch Industries Limited

  
S.K. Verma  
Vice President &  
Company Secretary



Encl: A/a

**MINUTES OF PROCEEDINGS OF THIRTY THIRD ANNUAL GENERAL MEETING OF JASCH INDUSTRIES LIMITED HELD ON FRIDAY, THE 30<sup>TH</sup> DAY OF AUGUST 2019 AT 10.00 HOURS AT THE REGISTERED OFFICE OF THE COMPANY AT 43/5, BAHALGARH ROAD, SONIPAT - 131021**

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Time of Commencement: 10.00 hours

Time of Conclusion: 11.15 hours

**PRESENT:**

Shri Jai Kishan Garg	:	Chairman & Managing Director
Shri Ramnik Garg	:	Executive Director
Shri Navneet Garg	:	Executive Director
Shri Manish Garg	:	Executive Director
Shri K.L. Khetarpaul	:	Independent Director & Chairman of Audit Committee
Shri Kuldeep Singal	:	Independent Director (also Chairman of Nomination & Remuneration Committee)
Shri Naresh Kumar	:	Independent Director (also Chairman of Stakeholders' Relationship Committee)
Shri Mukesh Mittal	:	On behalf of Statutory Auditors' firm.
Shri Mukesh Arora	:	Proprietor, Secretarial Auditors' firm
Mrs. Jyoti Gandhi	:	Partner, Scrutinizers' firm
Shri S.K. Verma	:	Company Secretary
Shri M. Paliwal	:	Chief Financial Officer

Members present in person: : 52

Members present through proxies: 1

**Chairman**

The Meeting was chaired by Shri Jai Kishan Garg.

**Confirmation of Quorum & Introduction**

Shri S.K. Verma, Company Secretary confirmed that the Quorum was present. He then introduced the persons on the dais.

**Welcome address by Chairman**

The Chairman welcomed the Members and apprised them of the progress of the Company and stated that the Annual Report of the Company containing the notice, Annual Accounts and Directors' Report had been with them for some time. With their permission, the same were taken as read. He stated that Dr. K.C. Varshney, Independent Director had not been able to attend the meeting due to some personal reasons. He then explained the objective and implications of Agenda Item Nos. 1, 2, 3 & 4 of the notice.



### Poll procedure explained

Shri S.K. Verma, Company Secretary intimated the members that the proposed resolutions will be decided by poll. He intimated them that those members who had already voted electronically, were not eligible to vote again using ballot paper. He ascertained from the Members that all of them had received the ballot paper. He intimated them that they had to exercise their right to vote by using the ballot papers, after all the agenda items had been duly taken up for consideration. He pointed towards the ballot box kept at the venue of the Meeting and stated that the duly filled in and signed ballot papers were to be put in the ballot box. He introduced the Members to Mrs. Jyoti Gandhi, partner of Vipul Bhardwaj & Co., Cost & Management Accountants, as an Independent Scrutinizer appointed for remote e-voting and poll process.

Thereafter, he took up the Agenda Items for consideration, as follows:

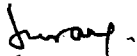
Agenda Item No.	Agenda Item	Proposed Resolution	Type of Resolution
1	Adoption of Audited Financial Statements	<b>“RESOLVED THAT</b> the Stand-alone and Consolidated Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2018; the Report of the Directors’ and Auditors’ thereon and other Annexure, Statements and reports as circulated to the Members along with the notice calling the Annual General Meeting, be and are hereby received, considered and adopted.”	Ordinary
2	Reappointment of Shri Manish Garg as Director	<b>“RESOLVED THAT</b> Shri Manish Garg (DIN: 00188959), who retires as Director by rotation and being eligible, offers herself for re-appointment, be and is hereby re-appointed as Director of the Company, liable to retire by rotation.”	Ordinary
3	Ratification of remuneration of Cost Auditors.	<b>“RESOLVED THAT</b> the remuneration of M/s Vipul Bhardwaj & Co, Cost & Management Accountants, who were appointed by the Board of Directors as Cost Auditors for the Financial Year 2019-20 on the recommendations of the Audit Committee for an annual remuneration of Rs. 45000 plus GST, as applicable, plus out of pocket expenses, be and is hereby ratified.”	Ordinary
4	Reappointment of Shri Naresh Kumar as an Independent Director.	<b>“RESOLVED THAT</b> pursuant to the provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, and other applicable laws, if any, re-appointment of Shri Naresh Kumar (DIN: 06884903), an existing independent director whose term of five years will come to end at the conclusion of this Annual General Meeting, be and is hereby re-appointed as independent Director for a period of five years with effect from conclusion of this Annual General Meeting.”	Special

The Chairman then asked the members whether they had any queries. There being none, he thanked the members for attending the Annual General Meeting and requested the members and proxies to exercise their votes. He stated that the ballot box will be kept open till 11.15 hours.

The Scrutinizer opened the ballot box and showed to the Members that it was empty. After the members had cast their respective votes, she locked the ballot box and placed an identification mark on the same.

Shri S.K. Verma, Company Secretary stated that the result of the poll will be posted at the website of the Company [www.jaschindustries.com](http://www.jaschindustries.com) within 48 hours of the Meeting. The Chairman declared the meeting as over.

Place: Sonipat  
Date: 31<sup>st</sup> August 2019

  
Jai Kishan Garg  
Chairman  
DIN: 00596709

**JASCH INDUSTRIES LIMITED**

**DETAILS REGARDING VOTING RESULTS AT THE ANNUAL GENERAL MEETING HELD ON 30<sup>th</sup> AUGUST 2019**

Date of the AGM: 30<sup>th</sup> August 2019

Total number of shareholders on record date: 6522

**No. of shareholders' present in the meeting either in person or through proxy: 53**

Promoters and Promoter Group: 11

Public : 42

**No. of shareholders attended the meeting through Video Conferencing: Nil**

Promoters and Promoter Group: Nil

Public : Nil

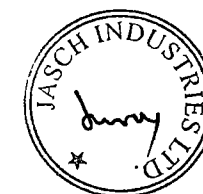
**Agenda Wise disclosure**

**Agenda Item No. 1: Adoption of Audited Financial Statements for the year ended 31<sup>st</sup> March 2019 and the reports of the Directors' and the Auditors' thereon.**

**Resolution required: Ordinary Resolution**

**Whether promoter/ promoter group are interested in the agenda/resolution? NO**

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6442077	6442077	100.00%	6442077	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total		6442077	6442077	100.00%	6442077	0	100.00%
Public – Institutions	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%



	applicable)							
	Total	0	0	0.00%	0	0	0.00%	0.00%
Public – Non Institutions	E-Voting	4887923	17616	0.36%	17615	1	99.99%	0.01%
	Poll		2126*	0.04%	1726	0	100.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total		4887923	19742	0.40%	19341	1	99.99%
Total		11330000	6461819	57.03%	6461418	1	99.99%	0.01%

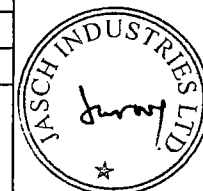
\*out of 2126 votes polled, 400 votes are invalid

Agenda Item No. 2: Appointment of Director in place of Shri Manish Garg (DIN: 00188959), a non-independent director, who retires by rotation, and being eligible, offers himself for re-appointment as non-independent director.

Resolution required: Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution? YES

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	6442077	6442077	100.00%	6442077	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total		6442077	6442077	100.00%	6442077	0	100.00%
Public – Institutions	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total		0	0	0.00%	0	0	0.00%
Public – Non Institutions	E-Voting	4887923	17616	0.36%	17615	1	99.99%	0.01%
	Poll		2126*	0.04%	1726	0	100.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%



	<b>Total</b>	<b>4887923</b>	<b>19742</b>	<b>0.40%</b>	<b>19341</b>	<b>1</b>	<b>99.99%</b>	<b>0.01%</b>
<b>Total</b>	<b>11330000</b>	<b>6461819</b>	<b>57.03%</b>	<b>6461418</b>	<b>1</b>	<b>99.99%</b>	<b>0.01%</b>	

\*out of 2126 votes polled, 400 votes are invalid

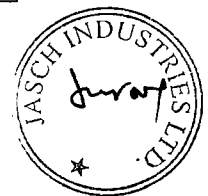
**Agenda Item No. 3: To ratify the remuneration of Cost Auditors.**

**Resolution required: Ordinary Resolution**

**Whether promoter/ promoter group are interested in the agenda/resolution? NO**

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	<b>6442077</b>	<b>6442077</b>	<b>100.00%</b>	<b>6442077</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
	<b>Poll</b>		<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
	<b>Postal Ballot (if applicable)</b>		<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
	<b>Total</b>		<b>6442077</b>	<b>6442077</b>	<b>100.00%</b>	<b>6442077</b>	<b>0</b>	<b>100.00%</b>
<b>Public – Institutions</b>	<b>E-Voting</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
	<b>Poll</b>		<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
	<b>Postal Ballot (if applicable)</b>		<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>
<b>Public – Non Institutions</b>	<b>E-Voting</b>	<b>4887923</b>	<b>17616</b>	<b>0.36%</b>	<b>17615</b>	<b>1</b>	<b>99.99%</b>	<b>0.01%</b>
	<b>Poll</b>		<b>2126*</b>	<b>0.04%</b>	<b>1726</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
	<b>Postal Ballot (if applicable)</b>		<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
	<b>Total</b>		<b>4887923</b>	<b>19742</b>	<b>0.40%</b>	<b>19341</b>	<b>1</b>	<b>99.99%</b>
<b>Total</b>	<b>11330000</b>	<b>6461819</b>	<b>57.03%</b>	<b>6461418</b>	<b>1</b>	<b>99.99%</b>	<b>0.01%</b>	

\*out of 2126 votes polled, 400 votes are invalid



**Agenda Item No. 4: Approval of re-appointment of Shri Naresh Kumar as an Independent Director.**

**Resolution required: Special Resolution**

**Whether promoter/ promoter group are interested in the agenda/resolution? NO**

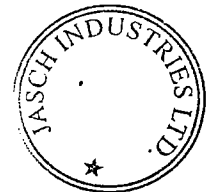
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outstanding shares  (3)=[(2)/(1)]*100	No. of Votes - in favour  (4)	No. of votes – against  (5)	% of votes in favour on votes polled  (6)=[(4)/(2)]*100	% of votes against on votes polled  (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6442077	6442077	100.00%	6442077	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>6442077</b>	<b>6442077</b>	<b>100.00%</b>	<b>6442077</b>	<b>0</b>	<b>100.00%</b>
Public – Institutions	E-Voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>
Public – Non Institutions	E-Voting	4887923	17616	0.36%	17615	1	99.99%	0.01%
	Poll		2126*	0.04%	1726	0	100.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>4887923</b>	<b>19742</b>	<b>0.40%</b>	<b>19341</b>	<b>1</b>	<b>99.99%</b>
<b>Total</b>		<b>11330000</b>	<b>6461819</b>	<b>57.03%</b>	<b>6461418</b>	<b>1</b>	<b>99.99%</b>	<b>0.01%</b>

\*out of 2126 votes polled, 400 votes are invalid

31<sup>st</sup> August 2019  
Sonipat

for Jasch Industries Limited

  
Jai Kishan Garg  
Chairman







# VIPUL BHARDWAJ & CO.

Cost & Management Accountants

FORM MGT-13

Report of Scrutinizer(s)

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman  
33<sup>rd</sup> Annual General Meeting of the  
Equity Shareholders of Jasch Industries Limited,  
Held on 30<sup>th</sup> day of August 2019 at 10.00 hours at  
43/5, Bahalgarh Road, Sonipat - 131021

Seen  
by  
31/08/19

Dear Sir,

We, Vipul Bhardwaj & Co., Cost & Management Accountants, appointed as Scrutinizer for the purpose of remote e-voting and the poll taken on the below mentioned resolutions, at the 33<sup>rd</sup> Annual General Meeting of the Equity Shareholders of Jasch Industries Limited, held on 30<sup>th</sup> day of August 2019 at 10.00 hours at 43/5, Bahalgarh Road, Sonipat – 131021 submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The same were not considered in calculation.
4. After merging the data of remote e-voting and poll, the result is as under:
  - (a) **Item No. 1 – Adoption of Audited Financial Statements for the year ended 31<sup>st</sup> March, 2019 and the reports of the Directors' and the Auditors' thereon.**
    - (i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of members voted through e-voting	Number of votes cast by them	% of total number of valid votes cast
21	21	6461418	99.99%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of members voted though remote e-voting	Number of votes cast by them	% of total number of valid votes cast
-	1	1	0.01%

(iii) **Invalid** votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	400

(b) **Item No. 2 – Appointment of Director in place of Shri Manish Garg (DIN: 00188959), a non-independent director, who retires by rotation, and being eligible, offers himself for re-appointment as non-independent director.**

(i) Voted **in favour** of the resolution:

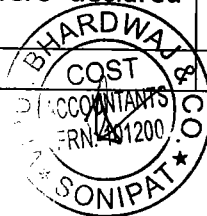
Number of members present and voting (in person or by proxy)	Number of members voted though remote e-voting	Number of votes cast by them	% of total number of valid votes cast
21	19	6461418	99.99%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of members voted though remote e-voting	Number of votes cast by them	% of total number of valid votes cast
-	1	1	0.01%

(iii) **Invalid** votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	400



**(c) Item No. 3 – To ratify the remuneration of Cost Auditors.**

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of members voted though remote e-voting	Number of votes cast by them	% of total number of valid votes cast
21	19	6461418	99.99%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of members voted though remote e-voting	Number of votes cast by them	% of total number of valid votes cast
-	1	1	0.01%

(iii) **Invalid** votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	400

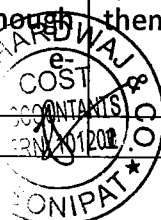
**(d) Item No. 4 – Approval of re-appointment of Shri Naresh Kumar as an Independent Director.**

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of members voted though remote e-voting	Number of votes cast by them	% of total number of valid votes cast
21	19	6461418	99.99%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of members voted though remote e-voting	Number of votes cast by them	% of total number of valid votes cast
-	1		0.01%



(iii) **Invalid votes:**


Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	400

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to Company Secretary for safe keeping.
7. All of the above-mentioned resolutions have been passed with requisite majority.

Thanking You,

Yours faithfully,  
For Vipul Bhardwaj & Co.

Date: 31<sup>st</sup> August 2019  
Place: Sonipat

  
Vipul Gandhi  
Partner  
Scrutinizer  
Membership No.: 36825