

JAYANT AGRO-ORGANICS LIMITED

MANUFACTURERS & EXPORTERS OF CASTOR OIL & ITS PRODUCTS

CIN. L24100MH1992PLC066691



REGD. OFFICE : 701, TOWER 'A' PENINSULA BUSINESS PARK, SENAPATI BAPAT MARG, LOWER PAREL(W) MUMBAI 400 013 INDIA
TEL.: +91 22 4027 1300 FAX: +91 22 4027 1399 EMAIL: info@jayantagro.com Website: www.jayantagro.com

March 20, 2024

Corporate Relations Department
BSE Limited
1st Floor, New Trading Wing
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai 400 001
Fax Nos : 22723121 / 22722041
Code No. 524330

The Market Operations Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No C/1, G Blocks
Bandra-Kurla Complex
Bandra (E), Mumbai 400 051
Fax Nos : 26598237 / 38
Code :- JAYAGROGN

Dear Sir / Madam,

Sub: Voting Results of the Postal Ballot by way of e-voting process

Pursuant to Regulation 44 of SEBI Listing Regulations, please find enclosed the Voting Results of Postal Ballot by way of e-voting process in respect of resolution as set out in the Postal Ballot Notice dated February 10, 2024 along with the Scrutinizer's report dated March 20, 2024 issued by Mr. Dhrumil M. Shah of M/s Dhrumil M. Shah & Co. LLP, Practicing Company Secretaries.

The e-voting process concluded on Wednesday, March 20, 2024, at 5:00 p.m. (IST), post which the Scrutinizer has submitted his report on the results of the Postal Ballot. Based on the report of the Scrutinizer, we hereby inform that the Members of the Company has duly passed the resolution with requisite majority.

The above is also being uploaded on the website of the Company viz. www.jayantagro.com, the website of remote e-voting agency at <https://instavote.linkintime.co.in> and on website of Stock Exchanges.

We request you to kindly take the above on record and oblige.

For Jayant Agro – Organics Limited

Dinesh M. Kapadia
Company Secretary

Encl.: As above



REGD. OFFICE : 701, TOWER 'A' PENINSULA BUSINESS PARK, SENAPATI BAPAT MARG, LOWER PAREL(W) MUMBAI 400 013 INDIA
 TEL.: +91 22 4027 1300 FAX: +91 22 4027 1399 EMAIL: info@jayantagro.com Website: www.jayantagro.com

VOTING RESULTS

Date of Postal Ballot	February 10, 2024
Total Number of Shareholders on Record Date	14,563
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	N.A
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	N.A
Public	

Resolution 1 : Approval of Material Related Party Transaction proposed to be entered into between the Company and Ihsedu Agrochem Private Limited for the financial year 2024-25								
Resolution required: (Ordinary/Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	2,01,37,490	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	26,651	17,343	65.07	17,343	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		17,343	65.07	17,343	0	100	0
Public-Non Institutions	E-Voting	98,35,859	16,31,855	16.59	16,31,151	704	99.96	0.04
	Postal Ballot		0	0	0	0	0	0
	Total		16,31,855	16.59	16,31,151	704	99.96	0.04
Total		3,00,00,000	16,49,198	5.49	16,48,494	704	99.96	0.04

Notes:

- 1) Votes cast does not include invalid votes & abstained votes.
- 2) The aforesaid resolution was passed with requisite majority.



Ref: 2280/2023-24

SCRUTINIZER'S REPORT

[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Jayant Agro-Organics Limited
CIN: L24100MH1992PLC066691
701, Tower 'A' Peninsula Business Park,
Senapati Bapat Marg,
Lower Parel (West), Mumbai – 400013.

Dear Sir,

Sub: Scrutinizer's Report on postal ballot voting by way of remote voting by electronic means in respect of passing of the resolution set-out in the postal ballot notice dated February 10, 2024

I, Dhrumil M Shah , Practicing Company Secretary, have been appointed as Scrutinizer by the Board of Directors of Jayant Agro-Organics Limited (hereinafter called as "the Company"), pursuant to Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, ("the Rules") for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process ("e-voting") in a fair and transparent manner on the resolution contained in the postal ballot notice dated February 10, 2024 ("Notice") issued in accordance with the Act and Rules read with General Circulars Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated 5th May, 2022, 11/2022 dated 28th December, 2022 and 09/2023 dated September 25th, 2023 respectively issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI")

The management of the Company is responsible to ensure compliance with the requirements of:

- (i) the Act and the Rules made thereunder;
- (ii) the MCA Circulars; and
- (iii) the SEBI Listing Regulations

The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.



My responsibility as a Scrutinizer was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolution stated in the Notice. My report is based on verification of data and reports generated from the voting system provided by Link Intime India Private Limited ("Link Intime"), the Registrar and Share Transfer Agent authorized under the Rules and engaged by the Company to provide e-voting facility.

The Members of the Company as on the "cut-off" date as set out in the Notice i.e. **Friday, February 9, 2024** were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.

The remote e-voting commenced on 9:00 a.m. (IST) on Tuesday, February 20, 2024 onwards and concluded at 5:00 p.m. (IST) on Wednesday, March 20, 2024.

The votes cast during the remote e-voting were unblocked on **Wednesday, March 20, 2024 around 05:04 P.M.** after the conclusion of e-voting period for Postal Ballot in the presence of two witnesses who are not in the employment of the Company.

Votes casted by the members through remote e-voting, were reconciled with the records maintained by the Registrar and Transfer Agent of the Company i.e. Link Intime India Private Limited and authorizations lodged with the Company.

I now submit herewith the Scrutinizer's Report on the results of the remote e-voting for postal ballot, based on the report generated by Link Intime, in respect of the following resolution as under:

SPECIAL BUSINESS:

ORDINARY RESOLUTION

Approval of Material Related Party Transaction proposed to be entered into between the Company and Ihsedu Agrochem Private Limited for the financial year 2024-25

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as amended from time to time, Section 2 (76) and other applicable provisions of the Companies Act, 2013 ('the Act') read with the Rules framed thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and other applicable laws / statutory provisions, if any, Jayant Agro-Organics Limited (the Company). Policy on Related Party Transactions as well as subject to such approval(s), consent(s) and/or permission(s), as may be required and based on the recommendation of the Audit Committee, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for the Material Related Party Transaction(s) / Contract(s) /Arrangement(s)/Agreement(s) proposed to be entered into (whether by way of an individual



transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the Explanatory Statement annexed herewith, between the Company and Ihstedu Agrochem Private Limited (IAPL), a material subsidiary of the Company and being a 'Related Party' of the Company, on such terms and conditions as may be mutually agreed between the management of the Company and IAPL, for an aggregate value not exceeding ₹1,500 Crores (Rupees One Thousand Five Hundred Crores) for financial year 2024-25 i.e. period commencing from April 01, 2024 to March 31, 2025, and that such transaction(s) / contract(s) / arrangement(s) / agreement(s) are being carried out at an arm's length pricing basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, alter, vary, modify, finalise the terms and conditions, pricing, methods and modes in respect of the aforementioned transaction and execute necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect."

i. Voting "in favour" of resolution

Number of Members	Number of valid votes cast	% of total number of valid votes cast
53	16,48,494	99.9573

ii. Voting "against" the resolution

Number of Members	Number of valid votes cast	% of total number of valid votes cast
5	704	0.0427

iii. Invalid Votes

Total number of Members whose votes were declared invalid	Total number of votes cast
1	25

Note: Based on the examination of information and explanation provided by the management and in accordance with the provisions of Regulation 23(4) of Listing Regulations, all parties within the ambit of "Related Party" as defined in Regulation 2(1)(zb) of the said Regulations were not entitled to vote on the above Resolution, irrespective of the fact whether the entity was a related party to the transaction or not.




Based on the aforesaid results, the valid votes cast by the members in favour are more than valid votes cast against and that the resolution is passed with requisite majority. Accordingly you may declare the results of e-voting.

All electronic data and relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and thereafter, the same shall be handed over to the Chairman/Company Secretary of the Company for safe keeping.

For Dhrumil M. Shah & Co. LLP
Practising Company Secretaries
ICSI URN: L2023MH013400
PRN: 3147/2023



Place : Mumbai
Date : March 20, 2024


Dhrumil M Shah
Partner
FCS 8021 | CP 8978
UDIN: F008021E003611687


We, the undersigned, have witnessed that the results of e-voting were unblocked and downloaded from the Link Intime e-voting service provider's platform in our presence on Wednesday, March 20, 2024 at 05:04 P.M.


Dhiraj Palav


Devesh Nerurkar

Countersigned by
For Jayant Agro-Organics Limited




Dinesh Kapadia
Company Secretary & Compliance
Officer
(Membership No.: F2758)