

# 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

August 27, 2022

Corporate Relations Department  
BSE Limited  
1<sup>st</sup> 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, 5<sup>th</sup> Floor  
Plot No C/1, G Block  
Bandra-Kurla Complex  
Bandra (E), Mumbai 400 051  
Fax Nos : 26598237 / 38  
Code :- JAYAGROGN

Dear Sir / Madam,

**Ref: Jayant Agro-Organics Limited**

**Sub: Disclosure of Voting Results of the Remote e-voting and voting at the Meeting of the Equity Shareholders of Jayant Agro-Organics Limited (the Company) held on Saturday, August 27, 2022 at 02:00 p.m. (IST) as per directions of the Hon'ble National Company Law Tribunal, Mumbai Bench (Meeting) pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

With reference to the above captioned subject, a Meeting of the Equity Shareholders of the Company was held on Saturday, August 27, 2022 at 02:00 p.m. (IST) through Video Conferencing or other Audio-Visual Means ('VC / OAVM') as per the directions of the National Company Law Tribunal, Mumbai Bench by its Order dated June 23, 2022.

The Scheme of Merger by Absorption between Jayant Finvest Limited and Jayant Agro-Organics Limited and their respective shareholders and creditors contained in the Notice of the said meeting dated July 19, 2022 was approved by the Equity Shareholders of the Company with requisite majority i.e., majority in number representing three-fourth in value.

Pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the details of the voting results of the business transacted at the Meeting in the format prescribed by SEBI as under:

1. Voting Results of the all the Equity Shareholders of the Company as Annexure A
2. Voting Results of the public equity shareholders (excluding promoter and promoter group) of the Company as Annexure B

Further, we have also enclosed the Consolidated Report of the Scrutinizer on Remote e-voting and voting at the Meeting.

The above-mentioned Reports are also being hosted on the website of the Company

Yours faithfully,

**For Jayant Agro-Organics Limited**

**Dinesh M. Kapadia**  
**Company Secretary & Compliance Officer**



Encl.: As above

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## The Details of the Attendance at the Equity Shareholders Meeting is as under:

Date of Meeting	August 27, 2022
Total Number of Shareholders on Cut-off date (i.e. 19.08.2022)	14,845
No. of Shareholders present in the meeting through VC / OAVM	77
Promoters and Promoter Group:	40
Public:	37



For Jayant Agro-Organics Limited

**Dinesh M. Kapadia**  
Company Secretary & Compliance Officer





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**Annexure A**

**Voting Results of the all the Equity Shareholders of the Company**

Resolution Required :			1 - To consider and, to pass with the requisite majority a Resolution under Sections 230(1) and (6) read with Section 66 of the Companies Act, 2013 ("Act"), read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and SEBI Master Circular dated November 23, 2021, bearing reference number SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665					
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	1,99,32,990	18,95,842	9.51	18,95,842	0	100	0
	Poll		1,80,37,148	90.49	1,80,37,148	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>1,99,32,990</b>	<b>100</b>	<b>1,99,32,990</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	46,785	13,269	28.36	13,269	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>13269</b>	<b>28.36</b>	<b>13,269</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Non Institutions	E-Voting	1,00,20,225	18,03,256	17.99	18,03,252	4	99.99	0.01
	Poll		1,33,742	1.33	1,33,742	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>19,36,998</b>	<b>19.33</b>	<b>19,36,994</b>	<b>4</b>	<b>99.99</b>	<b>0.01</b>
<b>Total</b>		<b>3,00,00,000</b>	<b>2,18,83,257</b>	<b>72.94</b>	<b>2,18,83,253</b>	<b>4</b>	<b>100</b>	<b>0.00</b>



*Deepak*

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**Annexure B**

**Voting Results of the public equity shareholders (excluding promoter and promoter group) of the Company**

Resolution Required :			1 - To consider and, to pass with the requisite majority a Resolution under Sections 230(1) and (6) read with Section 66 of the Companies Act, 2013 ("Act"), read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and SEBI Master Circular dated November 23, 2021, bearing reference number SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665					
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	1,99,32,990	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		0	0	0	0	0	0
Public Institutions	E-Voting	46,785	13,269	28.36	13,269	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		13,269	28.36	13,269	0	100	0
Public Non Institutions	E-Voting	1,00,20,225	18,03,256	17.99	18,03,252	4	99.99	0.01
	Poll		1,33,742	1.33	1,33,742	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		19,36,998	19.33	19,36,994	4	99.99	0.01
<b>Total</b>		<b>3,00,00,000</b>	<b>19,50,267</b>	<b>47.69</b>	<b>19,50,263</b>	<b>4</b>	<b>99.99</b>	<b>0.01</b>



*Devedra*



# V V CHAKRADEO & CO

COMPANY SECRETARIES

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## CONSOLIDATED SCRUTINIZER'S REPORT

To

Mr. Abhay V. Udeshi, Chairman/Whole-Time Director

Chairperson Appointed by the Hon'ble National Company Law Tribunal ("NCLT"), Mumbai Bench for the Meeting of the Equity Shareholders of Jayant Agro-Organics Ltd pursuant to Company Scheme Application CA (CAA) No. 139/NCLT/MUM/2022

Dear Sir,

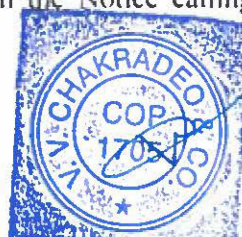
**Sub: Consolidated Scrutinizer's report with respect to voting by Equity Shareholders carried out through Remote e-voting and e-voting during the meeting of Equity Shareholders of Jayant Agro-Organics Limited ( "Company") convened pursuant to the Order dated June 23, 2022 of the National Company Law Tribunal, Mumbai Bench ("Order") on Saturday, August 27, 2022 at 02:00 pm (IST) through Video Conference (VC) / Other Audio Visual Means (OAVM) in accordance with Section 230 of the Companies Act 2013 ("Act") and SEBI Master Circular No SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021 ("SEBI Master Circular")**

I, Mr. V.V Chakradeo, Practicing Company Secretary, has been appointed as the Scrutinizer by the Hon'ble National Company Law Tribunal, Mumbai Bench at Mumbai ("NCLT" or "Tribunal") vide order dated June 23, 2022 passed in Company Application CA (CAA)No.139/NCLT/MUM/2022 for the purpose of scrutinizing and ascertaining the results of voting carried out through Remote e-voting, and e-Voting at the meeting of all the Equity Shareholders including public shareholders of Jayant Agro-Organics Limited ("Meeting") held on August 27, 2022 at 2.00 p.m (IST) through Video Conferencing or Other Audio-Visual Means ("OAVM") in compliance with the various circulars issued by the Ministry of Corporate Affairs from time to time. The deemed venue of the Meeting is the Registered Office of the Company at 701, Tower 'A', Peninsula Business Park, Senapati Bapat Marg, Lower Parel (West), Mumbai-400013, Maharashtra, India.

As per the directions in the Order and in terms of the notice of the Meeting dated July 19, 2022, seeking approval of the Equity Shareholders of Jayant Agro-Organics Limited for the Scheme of Merger by Absorption between Jayant Finvest Limited ("Transferor Company") and Jayant Agro-Organics Limited ("Transferee Company") and their respective shareholders in the meeting of Equity Shareholders was convened and held on Saturday, August 27, 2022 at 02:00 p.m. (IST)) through Video Conferencing or Other Audio-Visual Means (OAVM).

I do hereby report and submit as under:

- The Company had appointed Linkintime India Private Limited as the agency for providing remote e-voting and e-voting at the meeting platform to the Equity Shareholders of the Company.
- The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through Remote e-voting and e-voting during the meeting on the resolution contained in the Notice calling the Meeting dated July 19, 2022.





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- My responsibility as a Scrutinizer is to ensure that the process of voting by way of remote e-voting and e-voting during the meeting was conducted in a fair and transparent manner and to submit a consolidated Scrutinizer's Report on the voting to the Chairperson of this Meeting on the resolution contained in the Notice dated July 19, 2022, based on the report generated from the electronic voting system provided by Link Intime India Private Limited ("Link Intime").
- The Cut-off Date for the purpose of determining the Equity Shareholder for Remote e-voting or e-voting during the Meeting was Friday, August 19, 2022. The Equity Shareholders who were holding shares of the Company, as on the Cut-off Date, were entitled to vote on the resolution set out in the Notice dated July 19, 2022.
- The Company has completed the dispatch of Notice of Meeting along with accompanying documents, on Saturday, July 23, 2022 through electronic mail/courier whose email addresses were not available at the postal addresses are registered with the Company/Depository.
- An advertisement was published in English in "Business Standard" newspaper and translation thereof in Marathi in "Sakal" newspaper on July 26, 2022 and in Navshakti (Mumbai edition) newspaper on July 31, 2022, pursuant to Rule 20 and 22 of the Companies (Management and Administration) Rules, 2015.
- The remote e-voting, in accordance with the rules framed under the Act commenced on Monday, August 22, 2022 from 9.00 A.M (IST) and end on Friday, August 26, 2022 at 5.00 P.M (IST) and thereafter the remote e-voting module was disabled and blocked by Link Intime.
- In accordance with the rules framed under the Act, the facility of e-voting was also provided to the Equity Shareholders who were present at the Meeting.
- After the time fixed for the closure of the e-voting at the Meeting by the Chairperson, the electronic system recording the e-voting at the Meeting and remote e-voting was locked by the Link Intime. The e-voting cast through e-voting at the Meeting and remote e-voting were unblocked on August 27, 2022 after the conclusion of the Meeting in presence of Mr. Chirag Rakholia and Mr. Duhita Chakradeo neither of whom are in the employment of the Company and/or Link Intime. They have signed herein below in confirmation of the same.
- The report on votes cast through e-voting at the Meeting and remote e-voting was generated from the website of Link Intime India Private Limited at <https://instavote.linkintime.co.in>
- The votes cast by the Equity Shareholders through remote e-voting and e-voting during the meeting facility were scrutinized by verifying it using the Scrutinizer's login on the Link Intime India Private Limited e-voting website: <https://instavote.linkintime.co.in>.
- The e-voting details were reconciled with the records maintained by the Company/RTA and the authorizations lodged with the Company/RTA. Details inter alia, the list of Equity Shareholders who were present and who have voted "in favour" or "against" the resolution were generated from the e-voting website of Link Intime i.e. <https://instavote.linkintime.co.in>. Based on the report generated by Link Intime and relied upon by me, the data relating to e-voting at the Meeting and remote e-voting was scrutinized.

Based on the voting results in Part A of this Report, as required under Section 230 of the





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Act and relevant rules thereunder. I confirm that the resolution put to vote at the Meeting for approval of the Scheme has been passed with a majority of persons representing three-fourths in value of all the Equity Shareholders of the Company exercising voting rights in favour through remote e-voting and by way of e-voting at the Meeting.

Based on the voting results in Part B of this Report, as required under SEBI Master Circular. I further confirm that the resolution put to vote at the Meeting for approval of the Scheme has also been approved by public equity shareholders of the Company by majority of votes. where the votes cast in favour of the Scheme are more than the number of votes cast by the public equity shareholders against it.


The resolution is deemed to be passed with effect from August 27, 2022.

The relevant records relating to Remote e-voting and e-voting during the Meeting are under my safe custody and will be handed over to the Chairperson appointed for this Meeting or Company Secretary of the Company for safe keeping.

Thanking you,

Your faithfully,

For V. V. Chakradeo & Co.

  
V. V. Chakradeo  
FCS No:3382  
COP:1705



Signature of Witnesses



Witness 1: Mr. Chirag  
Rakholia

(Scrutinizer for Remote E-voting  
and E-voting at the Meeting  
appointed by NCLT)



UDIN: F003382D000860911

Witness 2: Ms. Duhita  
Chakradeo

Place : Mumbai

Date: August 27,2022

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## Part – A

The combined results of remote e-voting and e-voting during the Meeting by all the Equity Shareholders (including Promoters and Promoter Group) of the Company, based on the reports generated by Link Intime, scrutinized and relied upon by me, are as under:

### A. VOTES IN FAVOUR OF THE RESOLUTION:

Manner of Voting	Number of Equity Shareholders voted	Number of Votes cast by Equity Shareholders	% of Total number of votes cast
Remote E-Voting	81	37,12,363	16.96
E-Voting during the meeting	16	1,81,70,890	83.04
<b>Total</b>	<b>97</b>	<b>2,18,83,253</b>	<b>99.99</b>

### B. VOTES AGAINST THE RESOLUTION:

Manner of Voting	Number of Equity Shareholders voted	Number of Votes cast by Equity Shareholders	% of Total number of votes cast
Remote E-Voting	1	4	0.01
E-Voting during the meeting	0	0	0
<b>Total</b>	<b>1</b>	<b>4</b>	<b>0.01</b>

### C. INVALID VOTES: NIL





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## Part B

The combined result of voting of remote e-voting and e-voting during the Meeting by seeking the approval of the Public Shareholders of the Company (excluding Promoters and Promoter Group), based on the reports generated by Link Intime. scrutinized and relied upon by me. are as under:

### A. VOTES IN FAVOUR OF THE RESOLUTION:

Manner of Voting	Number of Equity Shareholders voted	Number of Votes cast by Equity Shareholders	% of Total number of votes cast
Remote E-Voting	54	18,16,521	93.14
E-Voting during the meeting	4	1,33,742	6.86
<b>Total</b>	<b>58</b>	<b>19,50,263</b>	<b>99.99</b>

### B. VOTES AGAINST THE RESOLUTION:

Manner of Voting	Number of Equity Shareholders voted	Number of Votes cast by Equity Shareholders	% of Total number of votes cast
Remote E-Voting	1	4	0.01
E-Voting during the meeting	0	0	0
<b>Total</b>	<b>1</b>	<b>4</b>	<b>0.01</b>

### C. INVALID VOTES: NIL

