

Jaykay Enterprises Ltd.

CIN:L99999UP1961PLC001187

Regd. Office: Kamla Tower, Kanpur-208001 (INDIA)

Phones: +91 512 2371478 - 81, Fax: +91 512 2332665

Email: prabhat.mishra@jkcement.com

Web: www.jaykayenterprises.com

JKEL/CS/209/AGM-2019/Revised

Date: 23.08.2019

The Bombay Stock Exchange Ltd.
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai-400001
Scrip Code:500306 (ISIN.INE 903A01025)
Fax No.022-22722041, 22722039, 22723132
Kind Attn: Mr. Sydney Miranda (AGM)

Through: ONLINE FILING

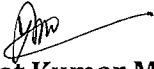
Sir,

Sub: Disclosure of Revised Voting Results of 73rd Annual General Meeting (AGM) of the Company held on August 14, 2019 as per the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In continuation of our letter no. JKEL/CS/209/AGM-2019/ dated 14.08.2019 and in reference to your mail dated 21.08.2019 we are submitting herewith revised voting results of the AGM of the Company in the format prescribed under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 alongwith Consolidated Scrutinizers Report. Voting results in XBRL mode had already been submitted on 20.08.2019 vide Transaction No. 2008201901092544.

You are requested to kindly take note of the same.

Yours faithfully,
For Jaykay Enterprises Ltd.,


(Prabhat Kumar Mishra)
Sr. Manager (Legal) & Company Secretary
M.No. ACS 29900

Encl: As above



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General information about company

| | |
|---|------------------------|
| Scrip code | 500306 |
| NSE Symbol | NOTLISTED |
| MSEI Symbol | NOTLISTED |
| ISIN | INE903A01025 |
| Name of the company | Jaykay Enterprise Ltd. |
| Type of meeting | AGM |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 14-08-2019 |
| Start time of the meeting | 12:00 PM |
| End time of the meeting | 12:55 PM |

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| Scrutinizer Details | |
|---|---------------------------------|
| Name of the Scrutinizer | Reena Jakhodia |
| Firms Name | M/s Reena Jakhodia & Associated |
| Qualification | CS |
| Membership Number | 6435 |
| Date of Board Meeting in which appointed | 29-05-2019 |
| Date of Issuance of Report to the company | 14-08-2019 |

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| Voting results | |
|---|---------------------------|
| Record date | 07-08-2019 |
| Total number of shareholders on record date | 95291 |
| No. of shareholders present in the meeting either in person or through proxy | |
| a) Promoters and Promoter group | 11 |
| b) Public | 41 |
| 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 | 8 |
| Disclosure of notes on voting results | Add Notes |

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| Resolution (1) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | to receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2019, together with the Reports of the 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 | | 11594631 | 97.8809 | 11594631 | 0 | 100.0000 | 0.0000 |
| | Poll | 11845653 | 2100 | 0.0177 | 2100 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 11845653 | 11596731 | 97.8986 | 11596731 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | 1687713 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 1687713 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | | 194443 | 0.8239 | 194366 | 77 | 99.9604 | 0.0396 |
| | Poll | 23601386 | 1429467 | 6.0567 | 1429467 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 23601386 | 1623910 | 6.8806 | 1623833 | 77 | 99.9953 | 0.0047 |
| Total | | 37134752 | 13220641 | 35.6018 | 13220564 | 77 | 99.9994 | 0.0006 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

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



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| Resolution (2) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2019, together with Reports of 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 | | 11594631 | 97.8809 | 11594631 | 0 | 100.0000 | 0.0000 |
| | Poll | 11845653 | 2100 | 0.0177 | 2100 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 11845653 | 11596731 | 97.8986 | 11596731 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-Voting | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | 1687713 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 1687713 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | | 194443 | 0.8239 | 194366 | 77 | 99.9604 | 0.0396 |
| | Poll | 23601386 | 1429467 | 6.0567 | 1429467 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 23601386 | 1623910 | 6.8806 | 1623833 | 77 | 99.9953 | 0.0047 |
| Total | | 37134752 | 13220641 | 35.6018 | 13220564 | 77 | 99.9994 | 0.0006 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

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



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| Resolution (3) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To appoint a Director in place of Shri Ashok Gupta (DIN 00135288), who retires by rotation and being eligible offers himself for re-appointment. | | | | |
| 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 | | 11594631 | 97.8809 | 11594631 | 0 | 100.0000 | 0.0000 |
| | Poll | 11845653 | 2100 | 0.0177 | 2100 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 11845653 | 11596731 | 97.8986 | 11596731 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | 1687713 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 1687713 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | | 194443 | 0.8239 | 194366 | 77 | 99.9604 | 0.0396 |
| | Poll | 23601386 | 1429467 | 6.0567 | 1429467 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 23601386 | 1623910 | 6.8806 | 1623833 | 77 | 99.9953 | 0.0047 |
| Total | | 37134752 | 13220641 | 35.6018 | 13220564 | 77 | 99.9994 | 0.0006 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Addl Notes | |

* this fields are optional

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



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| Resolution (4) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Reappointment of Dr. Krishna Behari Agarwal (DIN-00339934) as an Indeperdent Director. | | | | |
| 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 | | 11594631 | 97.8809 | 11594631 | 0 | 100.0000 | 0.0000 |
| | Poll | 11845653 | 2100 | 0.0177 | 2100 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 11845653 | 11596731 | 97.8986 | 11596731 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | 1687713 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 1687713 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public - Non Institutions | E-Voting | | 194443 | 0.8239 | 194366 | 77 | 99.9604 | 0.0396 |
| | Poll | 23601386 | 1429417 | 6.0565 | 1429417 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 23601386 | 1623860 | 6.8804 | 1623783 | 77 | 99.9953 | 0.0047 |
| Total | | 37134752 | 13220591 | 35.6017 | 13220514 | 77 | 99.9994 | 0.0006 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

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



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| Resolution (5) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|---|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | | Special | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | | No | | | |
| Description of resolution considered | | | | | Reappointment of Shri Kedar Nath Mehrotra (DIN-06749349) as an Independent Director | | | |
| 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 | | 11594631 | 97.8809 | 11594631 | 0 | 100.0000 | 0.0000 |
| | Poll | 11845653 | 2100 | 0.0177 | 2100 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 11845653 | 11596731 | 97.8986 | 11596731 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | 1687713 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 1687713 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | | 194443 | 0.8239 | 194366 | 77 | 99.9604 | 0.0396 |
| | Poll | 23601386 | 1429467 | 6.0567 | 1429467 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 23601386 | 1623910 | 6.8806 | 1623833 | 77 | 99.9953 | 0.0047 |
| Total | | 37134752 | 13220641 | 35.6018 | 13220564 | 77 | 99.9994 | 0.0006 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

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



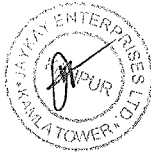
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| Resolution (6) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Reappointment of Shri Ravindra Kumar Tandon (DIN-00159472) as an Independent Director. | | | | |
| 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 | | 11594631 | 97.8809 | 11594631 | 0 | 100.0000 | 0.0000 |
| | Poll | 11845653 | 2100 | 0.0177 | 2100 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 11845653 | 11596731 | 97.8986 | 11596731 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | 1687713 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 1687713 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | | 194443 | 0.8239 | 194366 | 77 | 99.9504 | 0.0396 |
| | Poll | 23601386 | 1411608 | 5.9810 | 1411608 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 23601386 | 1606051 | 6.8049 | 1605974 | 77 | 99.9952 | 0.0048 |
| Total | | 37134752 | 13202782 | 35.5537 | 13202705 | 77 | 99.9994 | 0.0006 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

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



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| Resolution (7) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|---|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | | Special | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | | No | | | |
| Description of resolution considered | | | | | Reappointment of Shri Anil Kumar Dalmia (DIN-00789089) as an Independent Director | | | |
| 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 | | 11594631 | 97.8809 | 11594631 | 0 | 100.0000 | 0.0000 |
| | Poll | 11845653 | 2100 | 0.0177 | 2100 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 11845653 | 11596731 | 97.8986 | 11596731 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | 1687713 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 1687713 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public - Non Institutions | E-Voting | | 194443 | 0.8239 | 194366 | 77 | 99.9604 | 0.0396 |
| | Poll | 23601386 | 1429467 | 6.0567 | 1429467 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 23601386 | 1623910 | 6.8806 | 1623833 | 77 | 99.9953 | 0.0047 |
| Total | | 37134752 | 13220641 | 35.6018 | 13220564 | 77 | 99.9994 | 0.0006 |
| Whether resolution is Pass or Not. | | | | | | | | Yes |
| Disclosure of notes on resolution | | | | | | | | Add Notes |

* this fields are optional

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



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| Resolution (8) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Approval for investment in M/s Nebula3D Services Private Limited ("Nebula3D"), an associate company of the Company. | | | | |
| 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 | 11845653 | 11594631 | 97.8809 | 11594631 | 0 | 100.0000 | 0.0000 |
| | Poll | | 2100 | 0.0177 | 2100 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 11845653 | 11596731 | 97.8986 | 11596731 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-Voting | 1687713 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | |
| | Total | | 1687713 | 0 | 0.0000 | 0 | 0 | 0.0000 |
| Public- Non Institutions | E-Voting | 23601386 | 194443 | 0.8239 | 194218 | 225 | 99.8843 | 0.1157 |
| | Poll | | 1424461 | 6.0355 | 1424461 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 23601386 | 1618904 | 6.8594 | 1618679 | 225 | 99.9861 | 0.0139 |
| Total | | 37134752 | 13215635 | 35.5883 | 13215410 | 225 | 99.9983 | 0.0017 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

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





104A/47, Ram Bagh, Kanpur - 208 012
Phone: +91 – 9336205217, 9935902244

**CONSOLIDATED SCRUTINIZER'S REPORT
[E-VOTING & VOTING BY POLLING PAPER]**

**[Pursuant to Section 108 of Companies Act, 2013 and Companies
(Management and Administration) Rule, 2014 as amended]**

To,

The Chairman of the 73rd Annual General Meeting of the Equity Shareholders of **Jaykay Enterprises Limited** held on Wednesday, 14th August, 2019 at 12.00 Noon at the Auditorium of Dr. Gaur Hari Singhania Institute of Management & Research, Kamla Nagar, Kanpur -208005.

Dear Sir,

I Reena Jakhodia, Company Secretary in practice having CP No. 6083, Proprietor of Reena Jakhodia & Associates, Company Secretary, Kanpur has been appointed as Scrutinizer by the Board of Directors in their Meeting held on May 29, 2019 of Jaykay Enterprises Limited for the purpose of:

1. Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (The 2013 Act) read with Rule 20 of The Companies (Management & Administration) Rules, 2014 as amended (Rules); and
2. Poll through Ballot / Polling Papers under the provisions of Section 109 of The Companies Act, 2013 Act read with Rule 21 of the relevant Rules, on the Resolutions contained in the Notice to the Annual General Meeting of the Equity Shareholders of the Company held on 14th August, 2019 at the Auditorium of Dr. Gaur Hari Singhania Institute of Management & Research, Kamla Nagar, Kanpur -208005.

The management of the company is responsible to ensure the compliance with the requirements of The Companies Act, 2013 and Rules framed relating to voting through electronic means (i.e. by remote e-voting and voting by Polling Papers at the AGM) for the resolutions contained in the Notice to the Annual General Meeting of the Equity Shareholders of Jaykay Enterprises Limited.

My responsibility as a scrutinizer for the voting process is restricted to make a consolidated scrutinizer's report for the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ('CDSL') and Polling Papers in the Annual General Meeting in a fair and transparent manner.



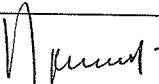
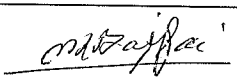
104A/47, Ram Bagh, Kanpur - 208 012
Phone: +91 – 9336205217, 9935902244

The despatch of the Notices of the 73rd Annual General Meeting was concluded on July 18, 2019 partly by Courier, partly by Registered Post and partly by email.

The public advertisement with respect to despatch of notice of the Annual General Meeting and conducting of voting through electronic means was published in all editions of 'Financial Express' in English and 'Jansatta' in Hindi on July 19, 2019.

We submit our report as under:

1. The Remote e-Voting period remained open from 11th August, 2019 at 9.00 A.M. up to 13th August, 2019 at 5.00 P.M.
2. The Equity Shareholders holding shares either in physical form or in dematerialised form as on the "cut off" date, i.e. 07th August, 2019 were entitled to vote electronically on the proposed 8 (Eight) resolutions as mentioned in the Notice of the Annual General Meeting of "Jaykay Enterprises Limited" (Item Number 1 to 8 of the Notice of the AGM of Jaykay Enterprises Limited)
3. Polling through Ballot / Polling Papers was conducted in the Annual General Meeting and the same was recorded by me.
4. The locked ballot boxes were opened in the presence of 2 witnesses and poll papers were diligently scrutinized. They have signed below in confirmation of the box being opened in their presence

| | | | |
|-----------|---|-----------|---|
| Signature |  | Signature |  |
| Name: | Shri R.C. Srivastava | Name: | Smt. Kamla Bajpai Jointly with Shri Mithilesh Bajpai |
| Address: | 15/214A, Doodwala Bungla, Civil Lines, Kanpur | Address: | 41, Poni Road, Shukla Ganj, Unnao |
| Folio No. | 575512 | Folio No. | 501644 |

5. The details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from E-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com/>).
6. Thereafter results for the both (i.e. remote e-voting and ballot / polling papers at 73rd Annual General Meeting) were consolidated.



7. The consolidated result of the voting is as under:

Resolution 1: Ordinary Resolution

The Audited Standalone Financial Statements of the Company for The Financial Year ended 31st March 2019, together with the Reports of the Board of Directors and Auditors thereon

| Method of Voting | Voted in favour of the resolution | Voted against the resolution | Invalid Votes | Total | Percentage of total number of valid votes cast | |
|------------------|-----------------------------------|------------------------------|---------------|----------|--|------------|
| | | | | | For | Against |
| Remote E-Voting | 11788997 | 77 | 0 | 11789074 | 100.000 | Negligible |
| By Poll | 1431567 | 0 | 0 | 1431567 | 100.000 | 0.000 |
| Total | 13220564 | 77 | 0 | 13220641 | 100.000 | Negligible |

Based on the aforesaid results I report that the Ordinary Resolution as set-out in the Item No. 1 of the Notice of the AGM dated May 29, 2019 has been passed with the requisite majority.

Resolution 2: Ordinary Resolution

The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2019, together with Reports of Auditors thereon.

| Method of Voting | Voted in favour of the resolution | Voted against the resolution | Invalid Votes | Total | Percentage of total number of valid votes cast | |
|------------------|-----------------------------------|------------------------------|---------------|----------|--|------------|
| | | | | | For | Against |
| Remote E-Voting | 11788997 | 77 | 0 | 11789074 | 100.000 | Negligible |
| By Poll | 1431567 | 0 | 0 | 1431567 | 100.000 | 0.000 |
| Total | 13220564 | 77 | 0 | 13220641 | 100.000 | Negligible |

Based on the aforesaid results I report that the Ordinary Resolution as set-out in the Item No. 2 of the Notice of the AGM dated May 29, 2019 has been passed with the requisite majority.

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6001



104A/47, Ram Bagh, Kanpur - 208 012
Phone: +91 – 9336205217, 9935902244

Resolution 3: Ordinary Resolution

To appoint a Director in place of Shri Ashok Gupta (DIN:00135288), who retires by rotation and being eligible offers himself for re-appointment.

| Method of Voting | Voted in favour of the resolution | Voted against the resolution | Invalid Votes | Total | Percentage of total number of valid votes cast | |
|------------------|-----------------------------------|------------------------------|---------------|----------|--|------------|
| | | | | | For | Against |
| Remote E-Voting | 11788997 | 77 | 0 | 11789074 | 100.000 | Negligible |
| By Poll | 1431567 | 0 | 0 | 1431567 | 100.000 | 0.000 |
| Total | 13220564 | 77 | 0 | 13220641 | 100.000 | Negligible |

Based on the aforesaid results I report that the Ordinary Resolution as set-out in the Item No. 3 of the Notice of the AGM dated May 29, 2019 has been passed with the requisite majority.

Resolution 4: Special Resolution

Reappointment of Dr. Krishna Behari Agarwal (DIN-00339934) as an Independent Director.

| Method of Voting | Voted in favour of the resolution | Voted against the resolution | Invalid Votes | Total | Percentage of total number of valid votes cast | |
|------------------|-----------------------------------|------------------------------|---------------|----------|--|------------|
| | | | | | For | Against |
| Remote E-Voting | 11788997 | 77 | 0 | 11789074 | 100.000 | Negligible |
| By Poll | 1431517 | 0 | 0 | 1431517 | 100.000 | 0.000 |
| Total | 13220514 | 77 | 0 | 13220591 | 100.000 | 0.000 |

Based on the aforesaid results I report that the Special Resolution as set-out in the Item No. 4 of the Notice of the AGM dated May 29, 2019 has been passed with the requisite majority.

For Reena Jakhodia & Associates
Company Secretaries
CP No. 6083



104A/47, Ram Bagh, Kanpur - 208 012
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Resolution 5: Special Resolution

Re appointment of Shri Kedar Nath Mehrotra (DIN-06749349) as an Independent Director.

| Method of Voting | Voted in favour of the resolution | Voted against the resolution | Invalid Votes | Total | Percentage of total number of valid votes cast | |
|------------------|-----------------------------------|------------------------------|---------------|----------|--|------------|
| | | | | | For | Against |
| Remote E-Voting | 11788997 | 77 | 0 | 11789074 | 100.000 | Negligible |
| By Poll | 1431567 | 0 | 0 | 1431567 | 100.000 | 0.000 |
| Total | 13220564 | 77 | 0 | 13220641 | 100.000 | Negligible |

Based on the aforesaid results I report that the Special Resolution as set-out in the Item No. 4 of the Notice of the AGM dated May 29, 2019 has been passed with the requisite majority.

Resolution 6: Special Resolution

Re appointment of Shri Ravindra Kumar Tandon (DIN-00159472) as an Independent Director.

| Method of Voting | Voted in favour of the resolution | Voted against the resolution | Invalid Votes | Total | Percentage of total number of valid votes cast | |
|------------------|-----------------------------------|------------------------------|---------------|----------|--|------------|
| | | | | | For | Against |
| Remote E-Voting | 11788997 | 77 | 0 | 11789074 | 100.000 | Negligible |
| By Poll | 1413708 | 0 | 0 | 1413708 | 100.000 | 0.000 |
| Total | 13202705 | 77 | 0 | 13202782 | 100.000 | Negligible |

Based on the aforesaid results I report that the Special Resolution as set-out in the Item No. 6 of the Notice of the AGM dated May 29, 2019 has been passed with the requisite majority.

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6083



104A/47, Ram Bagh, Kanpur - 208 012
Phone: +91 - 9336205217, 9935902244

Resolution 7: Special Resolution

Re appointment of Shri Anil Kumar Dalmia (DIN-00789089) as an Independent Director.

| Method of Voting | Voted in favour of the resolution | Voted against the resolution | Invalid Votes | Total | Percentage of total number of valid votes cast | |
|------------------|-----------------------------------|------------------------------|---------------|-----------------|--|-------------------|
| | | | | | For | Against |
| Remote E-Voting | 11788997 | 77 | 0 | 11789074 | 100.000 | Negligible |
| By Poll | 1431567 | 0 | 0 | 1431567 | 100.000 | 0.000 |
| Total | 13220564 | 77 | 0 | 13220641 | 100.000 | Negligible |

Based on the aforesaid results I report that the Special Resolution as set-out in the Item No. 7 of the Notice of the AGM dated May 29, 2019 has been passed with the requisite majority.

Resolution 8: Special Resolution

Approval for Investment in M/s Nebula3D Services Private Limited ("Nebula3D"), an associate company of the Company.

| Method of Voting | Voted in favour of the resolution | Voted against the resolution | Invalid Votes | Total | Percentage of total number of valid votes cast | |
|------------------|-----------------------------------|------------------------------|---------------|-----------------|--|-------------------|
| | | | | | For | Against |
| Remote E-Voting | 11788849 | 225 | 0 | 11789074 | 100.000 | Negligible |
| By Poll | 1426561 | 0 | 0 | 1426561 | 100.000 | 0.000 |
| Total | 13215410 | 225 | 0 | 13215635 | 100.000 | Negligible |

Based on the aforesaid results I report that the Special Resolution as set-out in the Item No. 8 of the Notice of the AGM dated May 29, 2019 has been passed with the requisite majority.

For Reena Jakhodia & Associates

Company Secretaries
CP No. 6083



REENA JAKHODIA & ASSOCIATES

Company Secretaries

104A/47, Ram Bagh, Kanpur - 208 012
Phone: +91 – 9336205217, 9935902244

8. The Register, all other papers and relevant records relating to electronic voting and polling paper shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

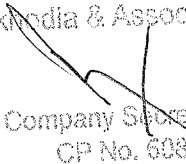
Thanking you,

Yours faithfully,

For Reena Jakhodia & Associates


Company Secretaries
C.P. No.: 6083

Place: Kanpur
Dated: 14/08/2019


For Reena Jakhodia & Associates
Company Secretaries
CP No. 6083