

Date: 10.05.2022

Manager-CRD,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai

**Sub: Disclosure of Voting Results of Extraordinary General Meeting (EGM) of the Company held on May 07, 2022 as per the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

This is to inform you that the Extraordinary General Meeting (EGM) of the Members of the Company was held on **Saturday, the May 07, 2022** at 02.30 p.m. through Video Conferencing / Other Audio Visual Means to transact the business as stated in the Notice dated April 12, 2022 convening the EGM.

In this regard, please find enclosed herewith detailed voting results of the EGM 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.

You are requested to kindly take note of the same.

Yours faithfully,  
**For Jaykay Enterprises Ltd.,**



**(Abhishek Pandey)**  
**Company Secretary & Compliance Officer**  
**M.No.: ACS 21958**



Encl: As above



[Home](#)[Validate](#)[Import XML](#)

### General information about company

Scrip code	500306
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE903A01025
Name of the company	Jaykay Enterprises Limited
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	07-05-2022
Start time of the meeting	02:30 PM
End time of the meeting	03:30 PM

[Prev](#)[Next](#)

[Home](#)[Validate](#)

### Scrutinizer Details

Name of the Scrutinizer	Shashi Kant Gupta
Firms Name	S K Gupta and Co . Company Secretaries.
Qualification	CS
Membership Number	FC12189
Date of Board Meeting in which appointed	22-04-2022
Date of Issuance of Report to the company	09-05-2022

[Prev](#)[Next](#)

[Home](#)[Validate](#)

Voting results	
Record date	30-04-2022
Total number of shareholders on record date	78889
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	0
b) Public	52
<b>No. of resolution passed in the meeting</b>	<b>3</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

[Prev](#)

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Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Appointment of Shri Maneesh Mansingka (DIN: 00031476) as a Non-executive Non-Independent Director 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		20003115	90.7660	20003115	0	100.0000	0.0000
	Poll	22038118						
	Postal Ballot (if applicable)							
	<b>Total</b>	22038118	20003115	90.7660	20003115	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	1371199						
	Postal Ballot (if applicable)							
	<b>Total</b>	1371199	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		2726886	11.2761	2726402	484	99.9823	0.0177
	Poll	24182935						
	Postal Ballot (if applicable)							
	<b>Total</b>	24182935	2726886	11.2761	2726402	484	99.9823	0.0177
<b>Total</b>		47592252	22730001	47.7599	22729517	484	99.9979	0.0021
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

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



### Resolution (2)

Resolution required (Ordinary / Special)

Special

Mutual interest (promoter group as interested in the agenda/resolution)

No

Description of resolution/transaction

Title of the agenda item/transaction (as per the agenda)

Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled or outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour or votes polled	% of votes against or votes polled
Promoter and Promoter Group	E-Voting	11	0	(0-00/11)* 100	0	0	(0-00/0)* 100	(0-11/11)* 100
	Ballot	2000110	2000115	90.7660	2000115	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>2000121</b>	<b>2000115</b>	<b>90.7660</b>	<b>2000115</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting			0.0000			0.0000	0.0000
	Ballot	117190	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
Public, Non-Institutions	E-Voting		112761	11.2761	112761	484	99.9823	0.0177
	Ballot	74182931						
	Postal Ballot (if applicable)							
<b>Total</b>	<b>74182931</b>	<b>772686</b>	<b>11.2761</b>	<b>7726402</b>	<b>484</b>	<b>99.9823</b>	<b>0.0177</b>	
<b>Total</b>	<b>47592252</b>	<b>2273001</b>	<b>47.7599</b>	<b>2272917</b>	<b>484</b>	<b>99.9979</b>	<b>0.0021</b>	
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

For details see appendix

#### Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public, Non-Institutions	



Home

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## Resolution (3)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Issuance of 59,89,110 fully convertible warrants on preferential basis to the persons belonging to 'promoter and promoter group'				
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		20003115	90.7660	20003115	0	100.0000	0.0000
	Poll	22038118						
	Postal Ballot (if applicable)							
	<b>Total</b>	22038118	20003115	90.7660	20003115	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	1371199						
	Postal Ballot (if applicable)							
	<b>Total</b>	1371199	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		2726886	11.2761	2726402	484	99.9823	0.0177
	Poll	24182935						
	Postal Ballot (if applicable)							
	<b>Total</b>	24182935	2726886	11.2761	2726402	484	99.9823	0.0177
<b>Total</b>		47592252	22730001	47.7599	22729517	484	99.9979	0.0021
<b>Whether resolution is Pass or Not.</b>							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	





**S. K.GUPTA**  
F.C.S.

**S.K. Gupta & Co.**  
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**CONSOLIDATED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND E-VOTING PROCESS AT THE EXTRAORDINARY GENERAL MEETING**

To,

The Chairman of the Extraordinary General Meeting of the Members of **Jaykay Enterprises Limited (CIN:L99999UP1961PLC001187)** held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") on Saturday, the 7<sup>th</sup> May, 2022 at 2:30 P.M. at the deemed venue at the Registered office of the Company at Kamla Tower, Kanpur – 208001 (U.P.).

Dear Sir,

I, S.K. Gupta, Company Secretary in practice, have been appointed as a Scrutinizer by the Board of Directors of Jaykay Enterprises Limited (the 'Company') for the purpose of scrutinizing the remote e-voting as well as the e-voting by Members during the Extraordinary General Meeting ("EGM") of the Members of the Company held on Saturday, 7<sup>th</sup> May, 2022 at 2:30 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") pursuant to provisions of Section 108 of the Companies Act, 2013 ('Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules') and Ministry of Corporate Affairs ('MCA') and





the Securities and Exchange Board of India ('SEBI') Circulars governing the conduct of Extraordinary General Meetings through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") in respect of the resolutions contained in the Notice. Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Consolidated Scrutinizer's Report on remote e-voting and e-voting process at the Extraordinary General Meeting on the resolutions proposed at the Extraordinary General Meeting of the Company based on the reports generated from the electronic voting system.

2. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Companies Act, 2013 and the Rules made thereunder; (ii) Ministry of Corporate Affairs ('MCA') Circulars; and (iii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR') relating to remote e-voting and e-voting process at the Extraordinary General Meeting on the resolutions contained in the Notice of the Extraordinary General Meeting of the Members of the Company. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.



**S. K.GUPTA**

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3. My responsibility as a Scrutinizer for e-voting process (i.e. remote e-voting and e-voting at the Extraordinary General Meeting) is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice of the Extraordinary General Meeting, based on the reports generated from the e-voting system provided by Central Depository Services Limited ("CDSL"), the Authorized Agency engaged by the Company to provide remote e-voting facility and e-voting process at the EGM, Alankit Assignments Limited, the Registrar and Share Transfer Agent ('RTA') of the Company and attendance papers / documents furnished to me electronically by the Company and / or RTA for my verification.

#### **4. Dispatch of Notice convening the EGM**

- (i) In accordance with General Circulars Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 5<sup>th</sup> May, 2020, 22/2020 dated 15<sup>th</sup> June, 2020, 33/2020 dated 28<sup>th</sup> September, 2020, 39/2020 dated 31<sup>st</sup> December, 2020, 10/2021 dated 23<sup>rd</sup> June, 2021 and 20/2021 dated 8<sup>th</sup> December, 2021 respectively issued by the Ministry of Corporate Affairs ('MCA Circulars') and SEBI Circulars Nos. SEBI / HO / CFD / CMD1 / CIR / P / 2020 / 79 dated 12<sup>th</sup> May, 2020 and SEBI / HO / CFD / CMD2 / CIR / P /



2021 / 11 dated 15<sup>th</sup> January, 2021 read with the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the public notice by way of advertisement was published on 16<sup>th</sup> April, 2022 in 'Financial Express' (English) and in 'Jansatta' (Hindi) giving intimation of date and time of the Extraordinary General Meeting and that the copy of Notice of the EGM will be sent only through electronic mode to all the Members of the Company who have registered their e-mail IDs with the Company / Depository Participants ('DP') and the manner of registration of e-mail IDs by the Members (both physical and demat) who are yet to register their e-mail IDs with the Company.

- (ii) In accordance with Rule 20 (4) (v) of the Companies (Management and Administration) Rules, 2014, a public notice by way of advertisement was published on 16<sup>th</sup> April, 2022 in 'Financial Express' (English) and in 'Jansatta' (Hindi) inter-alia, specifying the date and time of the Extraordinary General Meeting and the manner of voting through remote e-voting which remained opened from Wednesday, the 4<sup>th</sup> May, 2022 (10.00 A.M.) to Friday, the 6<sup>th</sup> May, 2022 (5.00 P.M.) and e-voting system during the EGM through CDSL.



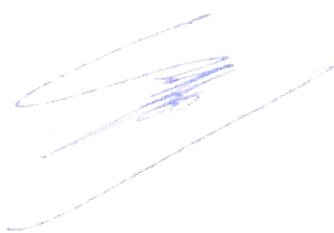
- (iii) The Company hosted the notice of EGM on its website, website of CDSL, the Agency providing the platform for remote e-voting and e-voting at the EGM and also intimated the same to BSE Limited ('BSE').
- (iv) The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Alankit Assignments Limited, the Registrar and Share Transfer Agents ('RTA') of the Company and the Depositories viz; National Securities Depository Limited ('NSDL') and Central Depository (India) Limited ('CDSL') respectively, the Company had completed the dispatch of Notice of EGM on 15<sup>th</sup> April, 2022 by e-mail to 22,610 Members who had registered their email IDs with the Company / Depositories.

#### 5. Cut-off Date

Voting rights were reckoned as on Saturday, 30<sup>th</sup> April, 2022, being the 'cut-off date' for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the EGM.

#### 6. Remote e-voting process

- (i) Agency for e-voting





The Company has appointed Central Depository Services Limited ('CDSL') as the agency for providing the platform for remote e-voting and e-voting during the EGM.

(iii) Remote e-voting period

Remote e-voting platform was open from Wednesday, the 4<sup>th</sup> May, 2022 (10.00 A.M.) to Friday, the 6<sup>th</sup> May, 2022 (5.00 P.M.) and members were required to cast their votes electronically conveying their 'Assent' or 'Dissent' in respect of the resolutions (Item Nos. 1 to 3) as set out in the Notice of EGM of the Company, on the remote e-voting platform provided by 'CDSL'.

## 7. Voting at the EGM

As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again during the General Meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of General Meeting, to only such details relating to members who have cast their votes through remote e-voting, such as, their names, DP ID and Client ID / Folios, Number of Shares held but not the manner in which they



have voted. Accordingly, 'CDSL', the remote e-voting agency provided us, the details of names, DP ID and Client ID / Folios and shareholding of the Members who had cast their votes through remote e-voting.

### 8. Counting Process

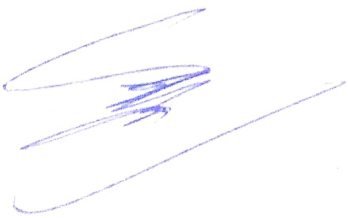
On completion of e-voting during the EGM, we unblocked the results of the remote e-voting and e-voting by Members at the EGM on the CDSL e-voting platform in the presence of two witnesses, Ms. Divya Saxena and Ms. Kamini Gupta, who were not in the employment of the Company and downloaded the results.

### 9. Results

(i) We observed that:

(a)	48 Members had cast their votes through remote e-voting.
(b)	2 Members had cast their votes through e-voting during the EGM.

(ii) Consolidated results with respect to each item of business as set out in the Notice of the EGM dated 12<sup>th</sup> April, 2022 and the votes cast by the Shareholders through remote e-voting and e-voting at the EGM are as under:-



**ITEM NO. 1**

**Ordinary Resolution for appointment of Shri Maneesh Mansingka (DIN:00031476) as a Non-executive Non-Independent Director of the Company.**

Particulars	Remote E-voting		E-Voting at the EGM		Total		Percent age (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	45	2,27,29,466	2	51	47	2,27,29,517	99.998
<b>Dissent</b>	3	484	0	0	3	484	0.002
<b>Total</b>	<b>48</b>	<b>2,27,29,950</b>	<b>2</b>	<b>51</b>	<b>50</b>	<b>2,27,30,001</b>	<b>100.00</b>

**Result:** Based on the aforesaid result, we report that the votes cast by the members in favour of the Ordinary resolution are more than the votes cast against it, therefore, the Ordinary resolution has been passed with requisite majority.

**ITEM NO. 2**

**Special Resolution for alteration in Objects Clause of Memorandum of Association of the Company**

Particulars	Remote E-voting		E-Voting at the EGM		Total		Percent age (%)
	Number	Votes	Number	Votes	Number	Votes	





<b>Assent</b>	45	2,27,29,466	2	51	47	2,27,29,517	99.998
<b>Dissent</b>	3	484	0	0	3	484	0.002
<b>Total</b>	<b>48</b>	<b>2,27,29,950</b>	<b>2</b>	<b>51</b>	<b>50</b>	<b>2,27,30,001</b>	<b>100.00</b>

**Result:** Based on the aforesaid result, we report that the votes cast by the members in favour of the Special resolution are more than three times the votes cast against it, therefore, the Special resolution has been passed with requisite majority.

**ITEM NO. 3**

**Special Resolution for Issuance of 59,89,330 Fully Convertible Warrants on Preferential basis to the persons belonging to 'Promoter and Promoter Group'.**

Particulars	Remote E-voting		E-Voting at the EGM		Total		Percent age (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	45	2,27,29,466	2	51	47	2,27,29,517	99.998
<b>Dissent</b>	3	484	0	0	3	484	0.002
<b>Total</b>	<b>48</b>	<b>2,27,29,950</b>	<b>2</b>	<b>51</b>	<b>50</b>	<b>2,27,30,001</b>	<b>100.00</b>

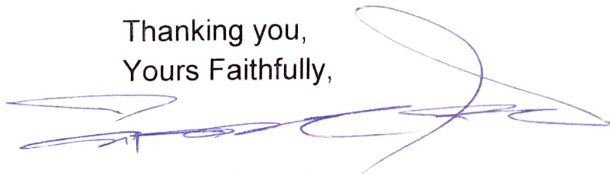
**Result:** Based on the aforesaid result, we report that the votes cast by the members in favour of the Special resolution are more than three times the votes cast against it, therefore, the Special resolution has been passed with requisite majority.

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- (iii) The above results may accordingly, be declared by the Chairman of the Meeting / any other person authorized by Chairman in writing. The Company is also hereby instructed to put up the results on its Website and also that of "CDSL" and inform the BSE Limited accordingly.
- (iv) The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the EGM.

Thanking you,  
Yours Faithfully,



(S.K.GUPTA)  
Practising Company Secretary  
F.C.S -2589  
C.P - 1920  
UDIN: F002589D000290030  
Place: Kanpur  
Date: 9<sup>th</sup> May, 2022

Counter signed by



(ABHISHEK PANDEY)  
Company Secretary  
and Compliance Officer