

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
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 Block
Bandra-Kurla Complex
Bandra (E), Mumbai 400 051
Fax Nos : 26598237 / 38
Code :- JAYAGROGN

Dear Sir / Madam,

Ref: Jayant Agro-Organics Limited

Sub: Proceedings of the Meeting of the Equity Shareholders of 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 by its Order dated June 23, 2022

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.

In this regard, please find enclosed the summary of proceedings of the Meeting.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Jayant Agro-Organics Limited



Dinesh M. Kapadia
Company Secretary & Compliance Officer

Encl.: As above



Proceedings of the Meeting of Shareholders of Jayant Agro-Organics Limited convened in accordance to order of Hon'ble National Company Law Tribunal

The Following were present

- Mr. Abhay V. Udeshi – Chairman & Whole-time Director
- Mr. Hemant V. Udeshi- Managing Director
- Dr. Subhash V. Udeshi – Whole-time Director
- Mr. Varun A. Udeshi – Whole-time Director
- Mr. V.K Bhandari – Independent Director
- Mr. Sanjay J. Mariwala- Independent Director
- Mrs. Sucheta N. Shah – Independent Director
- Mr. Pankaj M. Mehta – Independent Director
- Mr. Vikram V. Udeshi – Chief Financial Officer
- Mr. Dinesh M. Kapadia – Company Secretary
- Mr. B K Vatasarj – Statutory Auditor (till March 31, 2022)
- Mr. T P Ostwal – Statutory Auditor (from FY 2022-23)
- Mr. V. V. Chakradeo – Scrutinizer of the Meeting

All other participants joined the meeting through video conference from their respective locations.

76 members attended the meeting *via* video conference ("VC").

Mr. Abhay V. Udeshi, Chairperson appointed by the Hon'ble NCLT, commenced proceedings of the meeting, and welcomed the members who had joined the meeting, and mentioned that the meeting was held through VC in terms of the order passed by the Hon'ble NCLT.

He then introduced the Directors, Chief Financial Officer and Company Secretary present in the meeting and acknowledged presence of the Scrutinizer, representatives of the Statutory Auditor and Secretarial Auditor.

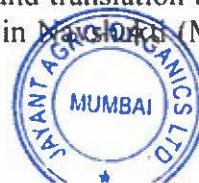
Requisite quorum being present, the meeting was called to order.

Since the meeting was held through VC, there was no requirement of physical presence of members and requirement of appointing proxies was not applicable.

Chairperson informed the members that copy of the notice dated July 19, 2022 convening the meeting with a copy of the Proposed Scheme together with the explanatory statement thereto was sent to the members by:

- a. e-mail (to those members whose e-mail ID was registered with the Company), and
- b. registered post (to those members whose e-mail ID was not registered with the Company)

An advertisement of the said notice convening the meeting was also published in 'Business Standard (Mumbai edition) in English language and translation thereof in Marathi language in 'Sakal' were published on July 26, 2022 and in ~~News~~ (Mumbai edition) in Marathi language on July 31, 2022.



Deepak



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

With due permission of the members, the notice convening was taken as read

The members were inter-alia appraised with highlights of the key features, the terms and conditions of the Scheme, the steps in the merger process and the rationale and purpose of the Scheme., etc.

Thereafter, the members were briefed on the proceedings of the meeting.

The members were thereafter appraised on the guidelines for E-voting at the meeting on the resolution, and the start date & time and end date & time for remote evoting, details of the scrutinizer, submission of voting results and advice to those members who had registered themselves as speaker for the meeting.

With due permission of the members, Chairperson tabled the agenda item i.e. 'considering, and if thought fit, approving to pass and with the requisite majority 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, the Scheme of Merger by Absorption between Jayant Finvest Limited with Jayant Agro-Organics Limited and their respective Shareholders as contained in the notice convening the meeting, and mentioned that since the resolution was already put to vote during the remote e-voting period, no motion for proposing or seconding of the resolution would be moved at the meeting.

Chairperson then opened the floor to the members, to raise queries/questions.

Chairperson along with the Company's management replied to the question/query raised.

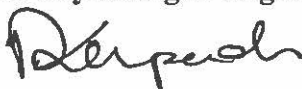
Chairperson thereafter mentioned that the scrutinizer's report declaring the voting results will be intimated to the stock exchanges and on website of the Company.

He informed. the members that the e-voting window was open on the Link Intime evoting platform for 15 minutes from the conclusion of proceedings of the meeting, and requested members to cast their votes, in case they had not already cast their vote.

Chairperson concluded the proceedings by thanking all the members and Directors for joining the meeting.

The Meeting concluded at 2.20 p.m. (IST).

For Jayant Agro-Organics Limited



Dinesh M. Kapadia
Company Secretary & Compliance Officer

