

# JAYASWAL NECO INDUSTRIES LTD

CIN : L28920MH1972PLC016154

(FORMERLY JAYASWALS NECO LIMITED)

REGD. OFFICE : F-8, MIDC INDUSTRIAL AREA, HINGNA ROAD, NAGPUR - 440 016 (INDIA)

PHONES : +91-7104-237276, 237471, 237472, 237461, 237462, 236253, 236254, 236256

FAX : +91-7104-237583, 236255 • E-mail : contact@necoindia.com • Website : www.necoindia.com



24<sup>th</sup> September, 2021

To  
Manager (Listing),  
National Stock Exchange of India Ltd.,  
Exchange Plaza, 5th Floor,  
Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra (E),  
MUMBAI – 400 051.

Manager (Listing),  
Department of Corporate Services,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Fort,  
MUMBAI – 400 001.

Dear Sir(s),

**Sub: Submission of Voting Results of the Extra Ordinary General Meeting of the Company held on 23<sup>rd</sup> September, 2021.**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the voting results of the business transacted at the Extra Ordinary General Meeting (EGM) of the Company held on 23<sup>rd</sup> September, 2021 as Annexure I.

We are also enclosing herewith the Scrutinizer's Report on the remote e-voting and e-voting at the EGM.

You are requested to kindly take the same on record.

Thanking you.

For Jayaswal Neco Industries Limited

Vikash Kumar Agarwal  
Company Secretary & Compliance Officer



Encl: As Above

## BRANCH OFFICES :

"NECO HOUSE" D-307, Defence Colony,  
NEW DELHI - 110 024. (INDIA)  
PHONES : 011-49070548

301, TULSIANI CHAMBERS  
NARIMAN POINT, MUMBAI 400 021 (INDIA)  
P.H. : (022) 4213-4813,  
(022) : 22832381 FAX : (022) 22832367

TRUST HOUSE, 5th FLOOR,  
32-A, CHITTARANJAN AVENUE,  
KOLKATTA - 700012 INDIA FAX : 033-22122560  
PHONES: 033-22122368, 22120502

THANOD ROAD, ANJORA-491001.  
PHONES : 0788-2623410  
FAX : 0788-2623410

## Annexure I

Sr. No.	Particulars	Details	
1	Date of Extra - Ordinary General Meeting	23rd September, 2021	
2	Total number of shareholders on record date/Cut-off date:	36,551 Shareholders as on 16th September, 2021.	
3	No. of shareholders present in the meeting either in person or through proxy:	Promoters and Promoter Group	Public
		0	0
4	No. of Shareholders attended the meeting through Video Conferencing	Promoters and Promoter Group	Public
		18	26

## Details of Agenda :

## 1 To Amend the Articles of Association of the Company

Resolution required:				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
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	439302841	439302841	100.0000	439302841	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		439302841	439302841	100.0000	439302841	0	100.0000
Public-Institutions	E-Voting	10934	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		10934	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	199319288	122332215	61.3750	122331208	1007	99.9992	0.0008
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		199319288	122332215	61.3750	122331208	1007	99.9992
	<b>Total</b>	<b>638633063</b>	<b>561635056</b>	<b>87.9433</b>	<b>561634049</b>	<b>1007</b>	<b>99.9998</b>	<b>0.0002</b>

The Chairman declared that the resolution related to item no. 1 of the notice of the Extra- Ordinary General Meeting (EGM) held on 23rd September, 2021 as placed before the EGM was passed with requisite majority as a Special resolution.





2 Further issue of equity shares to the promoters on preferential basis pursuant to the terms of the executed restructuring support agreement and shareholders' agreement

Resolution required:				Special				
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	439302841	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		439302841	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	10934	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		10934	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	199319288	111820570	56.1012	111819763	807	99.9993	0.0007
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		199319288	111820570	56.1012	111819763	807	99.9993
	<b>Total</b>	638633063	111820570	17.5094	111819763	807	99.9993	0.0007

The Chairman declared that the resolution related to item no. 2 of the notice of the Extra- Ordinary General Meeting (EGM) held on 23rd September, 2021 as placed before the EGM was passed with requisite majority as a Special resolution.



3

Further issue of equity shares to the ACRE Trusts on preferential basis pursuant to the terms of the executed restructuring support agreement and shareholders' agreement

Resolution required: Whether promoter/promoter group are interested in the agenda/resolution?				Special				
				No				
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	439302841	439302841	100.0000	439302841	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		439302841	439302841	100.0000	439302841	0	100.0000
Public- Institutions	E-Voting	10934	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		10934	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	199319288	122332214	61.3750	122331407	807	99.9993	0.0007
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		199319288	122332214	61.3750	122331407	807	99.9993
Total		638633063	561635055	87.9433	561634248	807	99.9999	0.0001

The Chairman declared that the resolution related to item no. 3 of the notice of the Extra- Ordinary General Meeting (EGM) held on 23rd September, 2021 as placed before the EGM was passed with requisite majority as a Special resolution.





## SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies,  
(Management and Administration) Rules, 2014 as amended)

To

DATE: 24.09.2021

The Chairman

**JAYASWAL NECO INDUSTRIES LIMITED**  
F-8, MIDC INDUSTRIAL AREA, HINGNA ROAD,  
NAGPUR 440016

Dear Sir,

**SUBJECT: Consolidated scrutinizer's report on remote e-voting conducted pursuant to provisions of section 108 of Companies Act, 2013 read with Rule 20 of companies (Management and administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Remote e-voting at the Extra-Ordinary General Meeting ("EGM") of JAYASWAL NECO INDUSTRIES LIMITED held on Thursday, 23rd September, 2021 at 12:30 p.m.**

I, RachanaDaga, practicing Company Secretary, having Membership No. 5522 and CP No. 5073 had been appointed by the Board of Directors of **JAYASWAL NECO INDUSTRIES LIMITED** as a scrutinizer for the purpose of Scrutinizing the e-voting process pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies(Management and Administration) Rules, 2014 as amended, by Companies (Management and Administration) Amendment Rules, 2015 to scrutinize the voting done through remote e-voting process as well as electronic e-voting(Remote) at Extra-Ordinary General Meeting ("EGM") in respect of below mentioned resolutions proposed at EGM of **JAYASWAL NECO INDUSTRIES LIMITED** held on Thursday,23<sup>rd</sup> September, 2021 at 12.30 p.m.

The notice dated 28.08.2021along with explanatory statement setting outmaterial facts under Section 102 of the Companies Act, 2013 were sent to the members in respect of thebelow mentioned Resolutions.The company had availed the e-voting facility offered by **National Securities Depository Limited** (NSDL) for providing both remote e-voting to the shareholders of the company prior to EGM and E- Voting at EGM and to enable them to cast their vote electronically.



Daga Mansion, 17/2, Tikekar Road, Dhantoli, Nagpur - 440 012

Phone : 0712-2461 971, 6617 971. Fax : 0712-2461971. E-mail : csradaga@yahoo.in



In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed. The EGM of the company was held on Thursday, 23<sup>rd</sup> September, 2021 at 12:30 p.m. through Video Conferencing (VC) or other audio visual means (OAVM). The voting for items had been transacted as per the Notice to this EGM was only through remotee-voting process and electronic voting (Remote) during the EGM, in compliance with applicable provisions of the Companies Act, 2013 (including any statutory modification or re-appointment thereof) read with Rule 22 of companies (Management and Administration) Rules, 2014, ("the rules") as amended from time to time.

Further, pursuant to the MCA and SEBI Circulars, the notice of EGM along with the explanatory statement was sent in electronic form only to those Members whose email address were registered with the company/Depositories. The Notice calling the EGM had been uploaded on the website of the Company at [www.necoindia.com](http://www.necoindia.com). The Notice was made available on the websites of the Stock Exchanges i.e. BSE Limited ("BSE") & National Stock Exchange of India ("NSE") at [www.bseindia.com](http://www.bseindia.com) & [www.nseindia.com](http://www.nseindia.com) respectively and was also made available on the website of National Securities Depository Limited ("NSDL") (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the MCA, the facility to appoint proxy to attend and cast vote for the members was not available for this EGM. However, the Body Corporates were entitled to appoint Authorized representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.

The quorum required for the EGM was 30 Members and was attended by 44 Members through VC or OAVM and had been counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.

The cut-off date for dispatch of the Notice of EGM was 27<sup>th</sup> August, 2021 and as on that date, there were 37,130 members in the company. The service providers had sent the notices of the EGM and E-voting detail by e-mail to members whose e-mail ID was made available by the depositories and for those members holding shares in physical form, who had registered their email ID with registrar and Share Transfer Agent. However, this excludes those cases which are disputed and have been held in abeyance.

The notice sent (through mail form) contained the detailed procedure to be followed by the members who were casting their votes electronically as provided in the Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended from time to time.



The shareholders of the company holding shares as on the "cut-off" date i.e. Thursday, 16<sup>th</sup> September, 2021 were entitled to vote on the resolutions as contained in the Notice of EGM.

The Company completed the dispatch of the Notices along with explanatory Statement to the Members on **Wednesday, 01<sup>st</sup> September 2021.**

As prescribed Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended, the Company also released an advertisement, which was published 21 days before the date of the EGM in English in "Financial Express" and "Indian Express" newspaper having country-wide circulation on 2<sup>nd</sup> September, 2021 and in Marathi in "Loksatta" newspaper dated 2<sup>nd</sup> September, 2021..

The voting period for remote e-voting commenced on **Monday, 20<sup>th</sup> September, 2021 (09:00 A.M IST) and ended on Wednesday, 22<sup>nd</sup> September, 2021 (5:00 P.M IST).**

After closure of the voting process at the EGM, the report on remote e-voting as well as remote e-voting at the EGM was generated in my presence and the voting was diligently scrutinized.

The votes casted under remote e-voting were thereafter unblocked under the presence of two witnesses i.e. Amruta Topare and Nishtha Khandelwal who were not in the employment of the company. I have scrutinized and reviewed the remote e-voting and the votes tendered therein based on the data downloaded from NSDL e-voting systems.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice to the EGM.

My responsibility as a scrutinizer for the remote e-voting process and the voting conducted through electronic voting (remote) at the meeting is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions and "invalid" and "abstained" votes, based on the reports generated from the e-voting process system provided by NSDL (National Securities Depository Limited) the authorized agency engaged by the Company, to provide remote e-voting facilities.

I now submit my consolidated Report as under on the result of the remote e-voting and e-voting at the meeting in respect of the below mentioned Resolutions.





ITEM NO. 1: SPECIAL RESOLUTION							
TO AMEND THE ARTICLES OF ASSOCIATION OF THE COMPANY							
MODE OF VOTING	TYPE OF SHARE HOLDING	TOTAL NUMBER OF VOTES POLLED	NUMBER OF TOTAL VALID VOTES	VOTES IN NUMBER		VOTES IN %	
				Favour	Against	Favour	Against
REMOTE E-VOTING AS WELL AS E-VOTING AT EGM	PROMOTER AND PROMOTER GROUP	439302841	439302841	439302841	0	100.0000	0.0000
	PUBLIC INSTITUTIONS	0	0	0	0	0.0000	0.0000
	PUBLIC OTHERS	122332215	122332215	122331208	1007	99.9992	0.0008
	<b>TOTAL</b>	<b>561635056</b>	<b>561635056</b>	<b>561634049</b>	<b>1007</b>	<b>99.9998</b>	<b>0.0002</b>
Total members abstained from voting: N.A							
Total shares held by members who have been abstained from voting: N.A.							

ITEM NO. 2: SPECIAL RESOLUTION							
FURTHER ISSUE OF EQUITY SHARES TO THE PROMOTERS ON PREFERENTIAL BASIS PURSUANT TO THE TERMS OF THE EXECUTED RESTRUCTURING SUPPORT AGREEMENT AND SHAREHOLDERS' AGREEMENT							
MODE OF VOTING	TYPE OF SHARE HOLDING	TOTAL NUMBER OF VOTES POLLED	NUMBER OF TOTAL VALID VOTES	VOTES IN NUMBER		VOTES IN %	
				Favour	Against	Favour	Against
REMOTE E-VOTING AS WELL AS E-VOTING AT EGM	PROMOTER AND PROMOTER GROUP	0	0	0	0	0.0000	0.0000
	PUBLIC INSTITUTIONS	0	0	0	0	0.0000	0.0000
	PUBLIC OTHERS	111820570	111820570	111819763	807	99.9993	0.0007
	<b>TOTAL</b>	<b>111820570</b>	<b>111820570</b>	<b>111819763</b>	<b>807</b>	<b>99.9993</b>	<b>0.0007</b>
Total members abstained from voting:				26			
Total shares held by members who have been abstained from voting:				449814486			







ITEM NO. 3: SPECIAL RESOLUTION							
FURTHER ISSUE OF EQUITY SHARES TO THE ACRE TRUSTS ON PREFERENTIAL BASIS PURSUANT TO THE TERMS OF THE EXECUTED RESTRUCTURING SUPPORT AGREEMENT AND SHAREHOLDERS' AGREEMENT							
MODE OF VOTING	TYPE OF SHARE HOLDING	TOTAL NUMBER OF VOTES POLLED	NUMBER OF TOTAL VALID VOTES	VOTES IN NUMBER		VOTES IN %	
				Favour	Against	Favour	Against
REMOTE E-VOTING AS WELL AS E-VOTING AT EGM	PROMOTER AND PROMOTER GROUP	439302841	439302841	439302841	0	100.0000	0.0000
	PUBLIC INSTITUTIONS	0	0	0	0	0.0000	0.0000
	PUBLIC OTHERS	122332214	122332214	122331407	807	99.9993	0.0007
	<b>TOTAL</b>	<b>561635055</b>	<b>561635055</b>	<b>561634248</b>	<b>807</b>	<b>99.9999</b>	<b>0.0001</b>
Total members abstained from voting: 1							
Total shares held by members who have been abstained from voting: 1							



Thanking You,  
Yours faithfully,

For R. A. Daga & Co.,  
Company Secretaries



**Rachana Daga**

Proprietor

Membership No: 5522

C.P. No: 5073

Date: 24/09/2021

Place:- Nagpur

**UDIN:- F005522C000999020**

**I have received the Scrutinizer's Report**

**For JAYASWAL NECO INDUSTRIES LIMITED**



**CHAIRMAN**

