

# ***JAYSHREE NIRMAN LIMITED***

**CIN : L45202WB1992PLC054157**

**Date: 13.01.2024**

**The Secretary  
The Calcutta Stock Exchange Ltd.  
7, Lyons Range  
Kolkata-700001  
Script Code: 020071**

**Sub.: Voting Results of Postal Ballot through remote e-voting process**

Dear Sir/Madam,

This is further to our letter dated 12<sup>th</sup> December, 2023 regarding Dispatch of Postal Ballot Notice seeking approval of members by way of Special Resolution through remote e-voting process for alteration of object clause under Memorandum of Association of Company.

The remote e-voting process concluded on January 12, 2024, at 5: 00 P.M (IST), post which the Scrutinizer has submitted the Report on the voting results of the Postal Ballot. Based on the Report of the Scrutinizer, we hereby inform that the above Special Resolution was passed by the Members with requisite majority.

Accordingly, we are enclosing herewith the following:

- i) Voting Results of the said Postal Ballot through remote e-voting, in relation to aforesaid Transaction, as required under Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.(Annexure A)
- ii) The Scrutinizer Report dated 13<sup>th</sup> January, 2024, pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.(Annexure B)

The aforesaid Voting Results and the Scrutinizer Report are also made available on the website of the Company [www.jayshreenirman.com](http://www.jayshreenirman.com) and on website of Central Depository Services Ltd (CDSL) [www.evoting.cdsl.com](http://www.evoting.cdsl.com).

This is for the information of the Exchange and the Members.

Thanking You,

Yours Faithfully,

**For, Jayshree Nirman Ltd.**



**Amit N Patel  
Director  
DIN: 09795548  
Encl: as above**

**1, BRITISH INDIA STREET, 5<sup>TH</sup> FLOOR, ROOM NO. 503, KOLKATA – 700 069,  
E-mail Id : [jayshreenirmanlimited@gmail.com](mailto:jayshreenirmanlimited@gmail.com) PHONE : 2248-8149 / 30228150**

# JAYSHREE NIRMAN LIMITED

CIN : L45202WB1992PLC054157

## Annexure A

### I. DETAILS OF VOTING RESULT BY POSTAL BALLOT PROCESS PURSUANT TO REGULATIN 44(3) OF THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATION, 2015

Sr No	Particulars	Details
1	Date of Postal Ballot Notice	Monday 4th December, 2023
2	Cut-off Date	Friday, 08th December, 2023
3	Voting Start Date & Time	Thursday, 14th December, 2023
4	Voting End Date & Time	Friday, 12th January, 2024
5	Total Number of Shareholders as on Cut Off Date	320 Shareholders
6	No of Members present in meeting either in person or proxy	NA
7	No of Members attended the meeting through Video Conferencing	NA

### II. RESULTS OF THE POSTAL BALLOT

Sr No	Agenda	Resolution Required	Mode of Voting	Remarks
1	To amend Clause III (A) of the Memorandum of Association of the Company dealing with the Main Objects to be pursued by the Company by adding the clause 3 & 4 after existing sub-clause 2	Special Resolution	Remote E-Voting	Passed with requisite majority

## Voting of Postal Ballot(E-Voting)

Date of Postal Ballot	4/12/2023-12/01/2024
Total number of shareholders as on Cut Off Date	320
No. of shareholders present in the meeting either in person or through proxy:	NA
Promoters and Promoter Group:	NA
Public:	NA
No. of Shareholders attended the meeting through Video Conferencing	NA
Promoters and Promoter Group:	N.A.
Public	N.A.

**Item No. 1 : To amend Clause III (A) of Memorandum of Association of the Company dealing with Main objects to be pursued by the Company by adding Clause No 3 & 4 after existing sub clause 2.**

Resolution required: (Ordinary/ Special):	Special Resolution
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	1800	0	0	0	0	0	0
	Ballot at the venue		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1800	0	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Ballot at the venue		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	5059400	2915545	57.6263	2915545	0	100	0
	Ballot at the venue		0	0	-	0	0	0
	Postal Ballot (if applicable)		0	0	-	0	0	0
	Total	5059400	2915545	57.626	2915545	0	100.0000	0.0000
<b>Total</b>		<b>5061200</b>	<b>2915545</b>	<b>57.6058</b>	<b>2915545</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

For Jayshree Nirman Limited



**Amit N Patel**  
Director  
(DIN :09795548)



Report of the Scrutinizer(s)

(Pursuant to Sections 108 and 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies {Management and Administration} Rules, 2014 as amended upto date and Regulation 44 of the Securities Exchange Board of India {Listing Obligations and Disclosure Requirements} Regulations, 2015)

To

The Board of Directors

**JAYSHREE NIRMAN LIMITED**

CIN - L45202WB1992PLC054157

ADDRESS: 1, BRITISH INDIA STREET,  
5TH FLOOR, ROOM NO- 503,  
KOLKATA - 700069

Dear Sir,

**Subject: Scrutinizer's Report on Postal Ballot (Remote e- Voting ) Results**

The Board of Directors of Jayshree Nirman Limited [hereinafter referred to as the "**Company**"] on 04<sup>th</sup> December 2023., have appointed me (Kriti Daga having ACS No.26425 and CP No.14023) as the Scrutinizer to conduct and scrutinize the Postal Ballot e-Voting process in a fair and transparent manner in respect of Resolutions as circulated /stated in the Postal Ballot Notice dated 04<sup>th</sup> December 2023("Notice").

In compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013 ("**Act**"), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("**Management Rules**") and other applicable provisions, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, provisions of Secretarial Standard on General Meetings ("**SS-2**") read with the General Circular No.14/2020 dated 08.04.2020, the General Circular No.17/2020 dated 13.04.2020, the General Circular No.22/2020 dated 15.06.2020, the General Circular No.33/2020 dated 28.09.2020, the General Circular No.39/2020 dated 31.12.2020, the General Circular No.10/2021 dated 23.06.2021, the General Circular No.20/2021 dated 08.12.2021, the General Circular No.03/2022 dated 05.05.2022, General Circular No.11/2022 dated 28.12.2022 and General Circular No 09/2023 dated 25.09.2023 issued by the Ministry of Corporate Affairs ("**MCA Circulars**") and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13.05.2022 and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05.01.2023 ("**SEBI Circulars**") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendments thereto ("**Listing Regulations**"), the Company had provided facility for voting through electronic means (e-Voting) to all the Members of the Company to enable them to cast their votes only through electronic means on the items mentioned in the Notice.

In view of the extension provided to the Corporates in providing both voting by physical ballot and e-Voting, a facility was extended for the members to cast their votes only through e-Voting in accordance with the provisions of the MCA Circulars.

The Management of the Company is responsible to ensure the Compliance of the requirements of the Act and the Rules framed thereunder as also under the Listing Regulations relating to voting through e-Voting





## Company Secretaries

4, Ho Chi Minh Sarani, KBR Complex, Flat No. 3C, Kolkata – 700 071

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process and for the Resolution(s) proposed in the Notice of Postal Ballot of the Company dated 04<sup>th</sup> December 2023.

My responsibility as a Scrutinizer is restricted to making Scrutinizer's Report of the votes cast by the members in respect of the resolutions contained in the Notice. My Report is based on the Report generated from e-Voting system provided by the Central Depository Services Ltd (CDSL), the agency engaged by the Company to provide e-Voting facilities for voting through electronic means in respect of the resolutions as contained in the Postal Ballot Notice.

**As per the information furnished to me by the Company and after carrying out the scrutiny of the Postal Ballot (e-Voting) received from the Members of the Company, I submit my report as under :**

1. The Company has appointed CDSL as Service Provider, for the purpose of extending the facility of e-Voting to the Members of the Company through their website [www.evotingindia.com](http://www.evotingindia.com). M/s. Niche Technologies Private Limited is the Registrar and Transfer Agent (R&TA) of the Company.
2. The Company on 12<sup>th</sup> December 2023 has completed sending of Postal Ballot Notice and Explanatory Statement to its Members by e-Mail whose name(s) appeared on the Register of Members/List of Beneficial Owners maintained by the Company/ Depositories as on 08<sup>th</sup> December 2023 ("**Cut-off date**") and whose e-Mail IDs are registered with the Company/Depositories.
3. In terms of the aforesaid Postal Ballot Notice and as prescribed in the aforesaid rules, the e-Voting facility was kept open for thirty (30) days period commenced on **14<sup>th</sup> December 2023 at 9:00 A. M. IST and remained open till 5:00 P. M. IST on 12<sup>th</sup> January, 2024** and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on e-Voting platform provided by CDSL.
4. The Members of the Company holding shares as on "**Cut-off Date**" i.e **08<sup>th</sup> December 2023** were entitled to vote on the Resolutions proposed in the Notice of Postal Ballot of the Members of the Company dated 04<sup>th</sup> December 2023.
5. The requisite Public Advertisement with respect to dispatch of Postal Ballot Notice pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (as amended) was published in the daily Newspaper viz. "The Financial Express" (in English language) and "Ek Din" (in Bengali language) on **13<sup>th</sup> December 2023**.
6. Particulars of all the votes cast by electronic means have been entered in a register separately maintained for the purpose.
7. The votes casted by e-Voting were duly unblocked in the presence of 2 (two) witnessess. Votes cast by e-Voting were matched with the Register of Members of the Company / list of beneficiaries and checked. The votes downloaded from the e-Voting system were collated on **Friday, January 12, 2024, after 5:30 P. M.**
8. All votes cast through e-Voting upto 5:00 P.M. on **12<sup>th</sup> January 2024**, the last date, and time fixed by the Company were considered for my scrutiny. The votes cast were diligently scrutinized and authenticated based on the records maintained by the Company and R&TA with respect to number of shares held on 08<sup>th</sup> December 2023, and authentication, wherever required, lodged for the purpose.



# Kriti Daga

## Company Secretaries

4, Ho Chi Minh Sarani, KBR Complex, Flat No. 3C, Kolkata – 700 071  
Mobile: +91 98361 62295, Email: kritisdaga@gmail.com

Summary of total votes casted (aggregate of e-Voting) is as follows:

Total number of shareholders on Cut-off Date i.e., 08 <sup>th</sup> December 2023	320
Postal Ballot	Not Applicable

**ItemNo.1: Special Resolution**– To pass Special Resolution pursuant to Section 13 of Companies Act, 2013, to Change Objects Clause of the Company and consequent amendments to the Memorandum of Association of the Company.

Particulars	No. of votes contained in -						(%)
	e-Voting		Postal Ballot		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	34	2915545	N.A.	N.A.	34	2915545	100
Dissent	0	0	N.A	N.A.	0	0	0
Total	34	2915545	N.A.	N.A.	34	2915545	100

Based on the above results, resolution no.1 as contained in the the Postal Ballot Notice has been passed with requisite majority.

All the relevant records relating to the e-Voting are under my safe custody and will be handed over to the Company Secretary for preserving safely.

Thanking You,

**KRITI DAGA**  
*Company Secretary in Practice*

Digitally signed  
by KRITI DAGA  
Date: 2024.01.13  
11:15:40 +05'30'

**(CS KRITI DAGA)**  
*Practising Company Secretary*  
FCS: 26425 CP: 14023  
UDIN: A026425E003208221  
PRC No. 2380/2022

Place: Kolkata  
Date: 13.01.2024





# Kriti Daga

Company Secretaries

4, Ho Chi Minh Sarani, KBR Complex, Flat No. 3C, Kolkata – 700 071

Mobile: +91 98361 62295, Email: kritisdaga@gmail.com

We the undersigned, have witnessed that the votes cast in respect of resolutions mentioned in the Notice of Postal Ballot dated 04<sup>th</sup> December 2023, of Jayshree Nirman Limited [the Company] through e-Voting were unblocked by the scrutinizer Ms. Kriti Daga, from CDSL e-Voting website [www.evotingindia.com](http://www.evotingindia.com) in our presence on Friday, 12 January 2024 after 5:30 P.M. (IST) at 4, Ho Chi Minh Sarani, Kolkata - 700071. We are not in employment of the Company.

*Sumit Daga*

Mr. Sumit Daga

4, Ho Chi Minh Sarani, Kolkata - 70007.

*Subh Karan Daga*

Mr. Subh Karan Daga

4, Ho Chi Minh Sarani, Kolkata - 70007.