

Regd. & Corp. Off.: S.C.O. 18-19, Sector 28-C, Chandigarh-160 002, INDIA Tel.: +91 172 4668 000, +91 98789 22199, Toll Free : 18008891120 E-mail : chd@jagan.in, Website: www.jtlinfra.com CIN No.: L27106CH1991PLC011536

JTL/CHD/SE/2020-21/025

Corporate Relationship Department, BSE Limited. 25<sup>th</sup> Floor, P.J. Towers, Dalal Street, Mumbai-400 001.

BSE Scrip Code: 534600

Date: 01st October, 2020

Corporate Relationship Department,
Metropolitan Stock Exchange of
India Ltd.
4th floor, Vibgyor tower, Opposite Trident
Hotel, Bandra-Kurla Complex
Mumbai-400 098.

MSEI Symbol: JTLINFRA

Sub: Voting Results alongwith Scrutinizer's Report of the 29<sup>th</sup> Annual General Meeting ('AGM') of JTL Infra Limited ('Company')

Dear Sir/Madam.

With reference to the Annual General Meeting of the members of JTL Infra Limited held on Wednesday, September 30, 2020 at 9:30 A.M. through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), please find enclosed the following:

- i. Combined voting results of e-voting and e-voting conducted during the AGM, in relation to business transacted at AGM, as required under Regulation 44 (3) of the Listing, as amended.
- ii. The Scrutinizer Report dated October 01, 2020 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

The voting results along with the Scrutinizer's Report is available on the Company's website at www.Jtlinfra.com and is also being made available on the website of the Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.

This is for your information and record.

Thanking You, Yours Truly,

for JTL Infra Limited

Mohinder Singh Company Secretar

				Resolution	(1)						
Resolution requ	uired: (Ordinary	/ Special)		Ordinary							
Whether promothe agenda/reso		roup are inte	erested in	No							
Description of	Description of resolution considered			To receive, consider the year ended March							
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			
	E-Voting		7631400	100	7631400	0	100	0			
Poll			0	0	0	0	0	0			
Promoter and Promoter Group	Postal Ballot (if applicable)	7631400	0	0	0	0	0	0			
	Total	7631400	7631400	100	7631400	0	100	0			
	E-Voting		0	0	0	0	0	0			
	Poll		0	0	0	0	0	0			
Public- Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0			
	Total	0	0	0	0	0	0	0			
	E-Voting		199545	6.7051	199545	0	100	0			
	Poll	205020	0	0	0	0	0	0			
Public- Non Institutions	Postal Ballot (if applicable)	2976030	0	0	0	0	0	0			
	Total 2976030 199545		199545	6.7051	199545	0	100	0			
	Total	10607430	7830945	73.8251	7830945	0	100	0			
				Whether	resolution is	Pass or Not.	Yes				
	<u> </u>			Disclos	ure of notes o	n resolution					

				Resolution(	(2)						
Resolution requ	uired: (Ordinary	/ Special)		Ordinary							
Whether promote the agenda/reso	oter/promoter grollution?	oup are inter	ested in	No							
Description of	Description of resolution considered			To appoint of a Directive who retires from off			n Mohan Singla (DI	N: 00156668),			
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			
	E-Voting		7631400	100	7631400	0	100	0			
D	Poll		0	0	0	0	0	0			
Promoter and Promoter Group	Postal Ballot (if applicable)	7631400	0	0	0	0	0	0			
	Total	7631400	7631400	100	7631400	0	100	0			
	E-Voting		0	0	0	0	0	0			
	Poll	0	0	0	0	0	0	0			
Public- Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0			
	Total	0	0	0	0	0	0	0			
	E-Voting		199545	6.7051	199545	0	100	0			
	Poll	205020	0	0	0	0	0	0			
Public- Non Institutions	Postal Ballot (if applicable)	2976030	0	0	0	0	0	0			
	Total	2976030	199545	6.7051	199545	0	100	0			
	Total	10607430	7830945	73.8251	7830945	0	100	0			
				Whether	resolution is	Pass or Not.	Yes				
				Disclos	ure of notes o	n resolution					

				Resolution(	(3)					
Resolution requ	uired: (Ordinary	/ Special)		Special						
Whether promote the agenda/reso	oter/promoter grollution?	oup are inter	ested in	No						
Description of	resolution consi	dered		Re-appointment of M Director.	Ar. Madan Mo	ohan Singla (	(DIN-00156668) as	Managing		
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		
	E-Voting		7631400	100	7631400	0	100	0		
D	Poll		0	0	0	0	0	0		
Promoter and Promoter Group	Postal Ballot (if applicable)	7631400	0	0	0	0	0	0		
	Total	7631400	7631400	100	7631400	0	100	0		
	E-Voting		0	0	0	0	0	0		
	Poll	0	0	0	0	0	0	0		
Public- Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0		
	Total	0	0	0	0	0	0	0		
	E-Voting		199545	6.7051	199045	500	99.7494	0.2506		
	Poll	2056020	0	0	0	0	0	0		
Public- Non Institutions	Postal Ballot (if applicable)	2976030	0	0	0	0	0	0		
	Total	2976030	199545	6.7051	199045	500	99.7494	0.2506		
	Total	10607430	7830945	73.8251	7830445	500	99.9936	0.0064		
				Whether	resolution is	Pass or Not.	Yes			
				Disclosi	ure of notes o	n resolution				

				Resolution(	(4)						
Resolution requ	uired: (Ordinary	/ Special)		Special							
Whether promothe agenda/reso	oter/promoter grollution?	oup are inter	ested in	No							
Description of resolution considered				Re-appointment of N	Ar. Rakesh Ga	arg (DIN- 00	184081) as Whole T	Time 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			
	E-Voting		7631400	100	7631400	0	100	0			
Dramatar and	Poll		0	0	0	0	0	0			
Promoter and Promoter Group	Postal Ballot (if applicable)	7631400	0	0	0	0	0	0			
	Total	7631400	7631400	100	7631400	0	100	0			
	E-Voting		0	0	0	0	0	0			
	Poll		0	0	0	0	0	0			
Public- Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0			
	Total	0	0	0	0	0	0	0			
	E-Voting		199545	6.7051	199045	500	99.7494	0.2506			
	Poll		0	0	0	0	0	0			
Public- Non Institutions	Postal Ballot (if applicable)	2976030	0	0	0	0	0	0			
	Total	2976030	199545	6.7051	199045	500	99.7494	0.2506			
	Total	10607430	7830945	73.8251	7830445	500	99.9936	0.0064			
				Whether	resolution is	Pass or Not.	Yes				
				Disclosi	ure of notes o	n resolution					

				Resolution(	(5)					
Resolution requ	uired: (Ordinary	/ Special)		Ordinary						
Whether promote the agenda/reso	oter/promoter grolution?	oup are inter	rested in	No						
Description of resolution considered			Appointment of Mr. 02135083) of the Co		Sharma as a	n Independent Direc	etor (DIN:			
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		
	E-Voting		7631400	100	7631400	0	100	0		
D	Poll	7631400	0	0	0	0	0	0		
Promoter and Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total	7631400	7631400	100	7631400	0	100	0		
	E-Voting		0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
Public- Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0		
	Total	0	0	0	0	0	0	0		
	E-Voting		199545	6.7051	199545	0	100	0		
	Poll	205020	0	0	0	0	0	0		
Public- Non Institutions	Postal Ballot (if applicable)	2976030	0	0	0	0	0	0		
	Total	2976030	199545	6.7051	199545	0	100	0		
	Total	10607430	7830945	73.8251	7830945	0	100	0		
				Whether	resolution is l	Pass or Not.	Yes			
·				Disclos	ure of notes o	n resolution				

				Resolution(	(6)					
Resolution requ	uired: (Ordinary	/ Special)		Ordinary						
Whether promote the agenda/reso	oter/promoter groblution?	oup are inter	rested in	No						
Description of resolution considered			Ratification of remute the financial year 20		/s Balwinder	& Associates, Cost	Accountants for			
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		
	E-Voting		7631400	100	7631400	0	100	0		
D	Poll		0	0	0	0	0	0		
Promoter and Promoter Group	Postal Ballot (if applicable)	7631400	0	0	0	0	0	0		
	Total	7631400	7631400	100	7631400	0	100	0		
	E-Voting		0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
Public- Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0		
	Total	0	0	0	0	0	0	0		
	E-Voting		199545	6.7051	199545	0	100	0		
	Poll	205020	0	0	0	0	0	0		
Public- Non Institutions	Postal Ballot (if applicable)	2976030	0	0	0	0	0	0		
	Total	2976030	199545	6.7051	199545	0	100	0		
	Total	10607430	7830945	73.8251	7830945	0	100	0		
				Whether	resolution is	Pass or Not.	Yes			
				Disclos	ure of notes o	n resolution				

				Resolution	(7)					
Resolution requ	uired: (Ordinary	/ Special)		Special						
Whether promo	oter/promoter grollution?	oup are inter	rested in	Yes						
Description of a	resolution consi	dered		To approve limits of Act, 2013.	To approve limits of Related Party Transactions under section 188 of the ComparAct, 2013.					
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		
	E-Voting		0	0	0	0	0	0		
D	Poll		0	0	0	0	0	0		
Promoter and Promoter Group	Postal Ballot (if applicable)	7631400	0	0	0	0	0	0		
	Total	7631400	0	0	0	0	0	0		
	E-Voting		0	0	0	0	0	0		
	Poll	0	0	0	0	0	0	0		
Public- Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0		
	Total	0	0	0	0	0	0	0		
	E-Voting		199545	6.7051	199545	0	100	0		
	Poll	207/020	0	0	0	0	0	0		
Public- Non Institutions	Postal Ballot (if applicable)	2976030	0	0	0	0	0	0		
Total 2976030 199		199545	6.7051	199545	0	100	0			
	Total	10607430	199545	1.8812	199545	0	100	0		
				Whether	resolution is	Pass or Not.	Yes			
				Disclosi	ure of notes o	n resolution	Textual Informatio	n(1)		

# M. R. Chechi & Associates

# **COMPANY SECRETARIES**

Mast Ram Chechi
M.A. (Eco) MIR & PM, DIR & PM.
DME, DMSM, FCS, Practicing Company Secretary

SCO: 35, 1stFloor, Sector 20C, Chandigarh - 160020 Phone: 0172-4347638

Cell: 94172-64876 email: mrchechi@yahoo.com

#### Consolidated 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, The Chairman

Name of the Company	JTL INFRA LIMITED			
	CIN: L27106CH1991PLC011536			
Meeting	29th Annual General Meeting of the Equity Shareholders			
Day, Date & Time	30th day of September, 2020 at 09.30 A.M.			
Deemed Venue of e-AGM	SCF 18-19,First Floor, Sector-28 C,Chandigarh-160002			
Mode	Through Video Conferencing/ Other Audio-Visual Means without physical presence of the Members			

Sub: Scrutinizer's Report on remote e-voting and e-voting at the e-AGM conducted in terms of provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

#### Dear Sir,

- 1. I Mast Ram Chechi, a Company Secretary in Practice (C.P. NO. 2906) appointed as a Scrutinizer in Meeting of Board held on 29th August, 2020, for the purpose of scrutinizing the remote e-voting, and e-voting facility at the e-AGM (hereinafter collectively referred as "e-voting Process") in a fair and transparent manner and ascertaining the requisite majority in the e-voting process, carried out as per the provision of Section, 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned resolutions proposed at the 29th Annual General Meeting of the Equity Shareholders of the Company held on Wednesday, 30th September, 2020 at 09:30 AM through Video Conferencing (VC)/Other Audio Visual means (OAVM).
- 2. The management of the Company is responsible to ensure compliance with the requirement of the provisions of the Companies Act, 2013 and rules along with MCA Circulars thereunder and the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the 29th e-AGM of the Company. The Management of the Company is responsible for ensuring a secured framework of the electronic voting systems.



- 3. My responsibility as Scrutinizer is to ensure that the voting process (i.e. remote e-voting and e-voting in the meeting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "In favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provide by Central Depositories Services Limited ("CDSL") and M/s Beetal Financial & Computer Services (P) Ltd. the Agency authorized under the rules and engaged by the Company to provide e-voting facility and attendant papers/documents furnished to me electronically by the Company, Beetal Financial & Computer Services (P) Ltd. and/or CDSL for my verification.
- 4. The Shareholders holding shares as on the "cut off" date i.e. 23<sup>rd</sup> September, 2020,were entitled to vote on the proposed resolutions for remote e-voting and e-voting at the e-AGM (7 items as set out in the Notice of the e-AGM).
- 5. The remote e-voting period commenced on, Sunday 27<sup>th</sup> day of September, 2020 at 09:00 AM and concluded on Tuesday 29<sup>th</sup> day of September, 2020, at 17:00 PM, for the purpose of e-AGM held on 30<sup>th</sup> Day of September, 2020.
- 6. The e-voting process provided by the Company to facilitate voting at the e-AGM was operational from 09.30 AM till the time fixed for closing of the e-voting by the Chairman.
- 7. After the time fixed for closing of the e-voting by the Chairman, the electronic details were downloaded from **CDSL** portal and the votes cast through remote e-voting and at e-AGM were unblocked by me, on Wednesday, the 30<sup>th</sup> Day of September, 2020 at 16:29 P.M. after the conclusion of the AGM in the presence of 2 (two) witnesses Ms. Neha and Mr. Shubham who are not in the employment of the Company and/or any Agency. They have signed below in confirmation of the same.

Nehe Thaken

(Ms. Neha)

(Mr. Shubham)

- 8. The members have cast their vote through e-voting facility provided by the Central Depositories Services Limited (hereinafter referred as the "CDSL") on the designated website https: //www.evotingindia.com.
- 9. Votes cast by the members through remote e-voting and votes cast by the members at the e-AGM through e-voting were considered for the purpose of this report.
- 10. The electronic voting system was diligently scrutinized. The e-votes were reconciled with the records maintained by the Company / CDSL and the authorizations lodged with the Company.



11. The result of remote e-Voting and e-voting at e-AGM process on the below mentioned resolutions is as under:

#### Item No. 1 (as an Ordinary Resolution):

Adoption of Audited Financial Statements

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020, including Balance Sheet as at 31st March 2020, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors ("the board") and Auditors thereon:

Voted "In Favour"/ "Against" the resolution:

In Favour/ Against	e-votir	through ng at e- GM	Remot	e E-Voting	Consolidated			
	Voters	No. of Votes	Voters	No. of Votes	Voters	No. of Votes	Percentage	
In Favour	5	950	35	7829995	40	7830945	100%	
Against	0	0	0	0	0	0	0	
Total	5	950	35	7829995	40	7830945	100%	

Invalid Votes: Nil.

#### Item No. 2 (as an Ordinary Resolution):

Appointment of Director retiring by rotation

To appoint a Director in place of Shri Madan Mohan Singla (DIN: 00156668) Managing Director, who retires by rotation and being eligible, offers himself for re-appointment:

Voted "In Favour"/"Against" the resolution:

In	e-votir	through ng at e- GM	Remot	e E-Voting		ated	
Favour/ Against	Voters	No. of Votes	Voters	No. of Votes	Voters	No. of Votes	Percentage
In Favour	5	950	35	7829995	40	7830945	100%
Against	0	0	0	0	0	0	0
Total	5	950	35	7829995	40	7830945	100%

Invalid Votes: Nil.



#### Item No. 3 (as a Special Resolution):

To re-appointment of Shri Madan Mohan Singla (DIN: 00156668) as a Managing Director of the company:

Voted "In Favour"/ "Against" the resolution:

In	e-votir	through ng at e- GM	Remot	e E-Voting	Consolidated			
Favour/ Against	Voters	No. of Votes	Voters	No. of Votes	Voters	No. of Votes	Percentage	
In Favour	5	950	34	7829495	39	7830445	100%	
Against	0	0	1	500	1	500	0	
Total	5	950	35	7829995	40	7830945	100%	

Invalid Votes: Nil.

# Item No. 4 (as a Special Resolution):

To re-appointment of Mr. Rakesh Garg (DIN: 00184081) as Whole Time Director of the company.

Voted "In Favour"/ "Against" the resolution:

In	e-votir	through ng at e- BM	Remot	e E-Voting	Consolidated			
Favour/ Against	Voters	No. of Votes	Voters	No. of Votes	Voters	No. of Votes	Percentage	
In Favour	5	950	34	7829495	39	7830445	100%	
Against	0	0	1	500	1	500	0	
Total	5	950	35	7829995	40	7830945	100%	

Invalid Votes: Nil.

# Item No. 5 (as an Ordinary Resolution):

Appointment of Mr. Sukhdev Raj Sharma as an Independent Director (DIN: 02135083) of the Company:

Voted "In Favour"/ "Against" the resolution:

	In	Voting through e-voting at e- AGM		Remote E-Voting		Consolidated		
	Favour/ Against	Voters	No. of Votes	Voters	No. of Votes	Voters	No. of Votes	Percentage
	In Favour	5	950	35	7829995	40	7830945	100%
1	Against	0	0	0	0	0	0	0
4	Total	5	950	35	7829995	40	7830945	100%

Invalid Votes: Nil.

# Item No. 6 (as an Ordinary Resolution):

Ratification of Remuneration of Cost Auditor of the Company:

Voted "In Favour"/ "Against" the resolution:

In	Voting e-votin		Remote E-Voting		Consolidated		
Favour/ Against	Voters	No. of Votes	Voters	No. of Votes	Voters	No. of Votes	Percentage
In Favour	5	950	35	7829995	40	7830945	100%
Against	0	0	0	0	0	0	0
Total	5	950	35	7829995	40	7830945	100%

Invalid Votes: Nil.

# Item No. 7 (as an Ordinary Resolution):

Members approval for Related Party Transactions under Section 188 of the Companies Act, 2013:

Voted "In Favour" / "Against" the resolution:

In	Voting through e-voting at e- AGM		Remote E-Voting		Consolidated		
Favour/ Against	Voters	No. of Votes	Voters	No. of Votes	Voters	No. of Votes	Percentage
In Favour	5	950	18	198595	23	199545	100%
Against	0	0	0	0	0	0	0
Total	5	950	18	198595	23	199545	` 100%

Invalid Votes: Nil.

**Note:** Voting by Related Parties as mentioned in the Note. 38 of the Audited Financial statements for the Financial Year ending 31<sup>st</sup> March, 2020 holding 76,31,400 shares (being related party) have not been considered for voting purpose pursuant to the provisions of Section 188(1)(2<sup>nd</sup> Proviso).

12. The Register and all other papers relating to e-voting process shall remain in our safe custody until the Chairman considers, approves and sign the minutes of the e-AGM, and thereafter the same shall be handed over to the Company Secretary for safe keeping.

Thanking You Yours Faithfully

M/s M.R. Chechi & Associates Company Secretaries

CS Mast Ram Chechi (Proprietor)

M. NO. F3823, CP NO. 2906 UDIN: 60038238000840175 Chearffe Chandler A. A. Chandler A. Cha

Place: Chandigarh Date: 01/10/2020