



Date: 17.02.2023

The General Manager, Department of Corporate Services, BSE Limited, P.J. Towers, Dalal Street, Mumbai – 400 001	Metropolitan Stock Exchange Of India Limited Building A, Unit 205A, 2nd Floor, Piramal Agastya Corporate Park, L.B.S Road, Kurla West, Mumbai - 400070
BSE Scrip Code – 534600	MSEI Scrip Code- JTLIND

REG:

- 1. PROCEEDINGS OF EXTRA ORDINARY GENERAL MEETING**
- 2. SCRUTINIZERS REPORT**
- 3. OUTCOME OF EGM**

DEAR SIR

Please find attached herewith:

1. Proceedings of Extra Ordinary General Meeting of the Company held on 17.02.2023 (Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015) at Annexure-1
2. Scrutinizer's Report dated 17th February, 2023 (Section 108 of Companies Act 2013 read with Companies (Management and Administration) Rules, 2014) at Annexure-2
3. Outcome of EGM

You are requested to take the above said disclosures/documents on your record.

**For JTL Industries Limited
(Formerly known as JTL Infra Limited)**

**Gurinder Makkar
Company Secretary & Compliance Officer
M.No. F5124**

Unit - I

Gholu Majra, Derabassi
Chd.-Ambala Highway, Distt. Mohali
Punjab 140 506 (India)

Unit - II

Vill. Koste Budruk, Post Nizampur
Taluka Mangaon, Raigad 402120
Maharashtra (India)

Unit - III

Jagan Road, Backside Aggarwal Bhawan
Sirhind Side, Mandi Gobindgarh 147301
Punjab (India)



**JTL
INDUSTRIES
LIMITED**
(Formerly known as JTL Infra Limited)
STEEL PIPES

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FAIR SUMMARY OF THE PROCEEDINGS OF EXTRA-ORDINARY GENERAL MEETING OF JTL INDUSTRIES LIMITED (FORMERLY KNOWN AS JTL INFRA LIMITED) HELD ON FRIDAY, THE 17th DAY OF FEBRUARY, 2023 AT 1.00 P.M. THROUGH VIDEO CONFERENCING/ OAVM.

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the Extra-ordinary General Meeting of the Company was duly held on Friday, the 17th day of February, 2023 at 1.00 P.M. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

Mr. Gurinder Makkar, Company Secretary, introduced the Directors and Scrutinizer to Members and invitees attending the EGM. In the absence of Mr. Sukhdev Raj Sharma, the Chairman, Mr. Pranav Singla was appointed as the Chairperson of the Meeting as elected by the Directors. Mrs. Preet Kamal Kaur Bhatia, Chairperson of Audit Committee, NRC, SRC and CSR, Mr. Mithan Lal Singla, Non-executive Director & member of NRC and SRC, Mr. Madan Mohan Singla, Managing director, Mr. Dhruv Singla, Executive Director, Mr. Pranav Singla, Executive Director, Mr. Sanjeev Vaid, CFO, Mr. Sahil Malhotra, Secretarial Auditor & Scrutinizer, and Mr. Gurinder Singh Makkar, Company Secretary of the Company were present.

81 members were present in person through video conference/ OAVM. No Members were present through proxy. The Chairman and Company Secretary ascertained that the requisite Quorum was present and the Meeting was called to order.

Then the Company Secretary briefed the procedure and rules for attending and voting at EGM and read the business items. The Company Secretary informed that the meeting was held through video conferencing in compliance with the directions and applicable circulars of the Ministry of Corporate Affairs and SEBI. As a requisite quorum was present, the meeting was called to order. The required statutory records and certificates were made available for inspection during the EGM and on the Company's website.

The Company Secretary Informed the Members that as required under Sections 108 and 109 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable requirements, the Company had provided remote e-voting facility to its Members in respect of all the Resolutions proposed at this Extra-ordinary General Meeting. He further informed that the remote e-voting facility was made available to shareholders for 3 days from February, 14, 2023 (9.00 A.M. IST) to February 16, 2023 (5.00 p.m. IST). The Company Secretary further informed the members that the facility for e-voting during the meeting was made available for members who had not cast their vote through remote e-voting.

The notice convening the Extra-ordinary General Meeting already circulated to Members of the Company was taken as read with the permission of the Chair and Members.

Further, the Chairman informed that M/s S.V. Associates, Practicing Company Secretaries, Chandigarh acting through CS Sahil Malhotra, were appointed as Scrutinizer for both remote E-voting and E-voting at EGM.

The Company Secretary apprised the members regarding the e-voting facility being available to them for voting on the resolution and about the declaration of the results of the voting.

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Thereafter the following resolution as set out in the Notice dated 20.01.2023 convening the Extraordinary General Meeting was taken up by the Company Secretary and the following business item as per Notice of EGM was transacted at the meeting:

RESO. NO.	DETAILS OF AGENDA	RESOLUTION REQUIRED	MODE OF VOTING
SPECIAL BUSINESS			
1.	PREFERENTIAL ALLOTMENT OF UP TO 1,33,50,000 (ONE CRORE THIRTY-THREE LAKHS FIFTY THOUSAND ONLY) FULLY CONVERTIBLE WARRANTS TO THE PERSONS BELONGING TO THE NON-PROMOTER CATEGORY.	Special	Remote E-voting and by E-voting at the EGM.

The Company secretary briefed the item of the business, its objective and purpose and the manner of voting.

The Company Secretary then invited the members who had registered themselves as speakers in the order in which they had pre-registered, to share their views, ask questions and offer comments on the working of the Company. The RTA reported that no speakers were present to speak. Thereafter Mr. Gurinder Makkar, Company Secretary announced voting to be taken electronically and requested the Scrutinizer for the orderly conduct of the voting.

It was announced that the e-voting results and the consolidated report shall be informed to the stock exchanges (BSE/MSEI) and placed on the Company's website within 48 hours of the conclusion of the EGM. The Meeting concluded at 1.10 p.m. The electronic voting was concluded after the expiry of 15 minutes.

There being no other item, the Meeting ended with a vote of thanks to the Chair.

Post-completion of the Extraordinary General Meeting, the Scrutinizer took custody of the remote e-voting and e-voting at the EGM.

The Scrutinizer submitted his consolidated/ combined Report on 17.02.2023 post-completion of the e-voting procedure at EGM, on the basis of which, the single item of business to the Notice dated 20.01.2023 of Extra-ordinary General Meeting was declared as passed with requisite majorities respectively required for passing them as a special resolution.

For JTL Industries Limited
(Formerly known as JTL Infra Limited)


Pranav Singla
Whole Time Director
DIN: 07898093

PLACE: Chandigarh
DATE: 17.02.2023

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SAHIL MALHOTRA

(PRACTISING COMPANY SECRETARY)

Office: #1494 ,Top Floor, Sector 42 B, Chandigarh-160036

Mob no. 9463394255, Phone: 0172-4191494

Email-saahilmalhotra42@gmail.com, csinfochd@gmail.com

Date: 17.02.2023

To
The Chairman,
Extra-ordinary General Meeting of JTL Industries Limited
(Formerly known as JTL Infra Limited)
SCO 18-19, Sector-28C
Chandigarh-160002

Subject: Consolidated Scrutinizers Report on remote e-voting & e-voting at EGM conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rule 2014 at EGM of JTL Industries Limited (Formerly known as JTL Infra Limited) held on Friday, the 17th day of February, 2023 at 1.00 P.M. through Video-Conferencing ("VC") or Other Audio-Visual Means ("OAVM").

Dear Sir,

We, S.V. Associates Company Secretary in whole time practice, Chandigarh have been appointed by the Board of Directors of JTL Industries Limited (formerly known as JTL Infra Limited) in its Meeting held on 20th January, 2023, as a Scrutinizer for the purpose of Scrutinizing the Remote E-voting process and e-voting at the Extra-ordinary General Meeting held on Friday, the 17th day of February, 2023 at 1.00 P.M. through Video-Conferencing ("VC") or Other Audio Visual Means ("OAVM") and ascertaining the requisite majority on remote e-voting / e-voting at Extra Ordinary General Meeting (EGM) as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(3) of Companies, (Management and Administration) Rules 2014, as amended and pursuant to SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, further read with relevant MCA and SEBI Circulars, on resolutions contained in the notice (hereinafter referred to as "the resolutions") of Extra-ordinary General Meeting (EGM) of the members of the Company.

1. The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and its Rules. My responsibility as Scrutinizer is restricted to provide Report of votes cast "In favour", "Against" and "Invalid" votes based on the report generated from the electronic platform provided by CDSL, the authorized agency engaged by the company and from the e-voting done at the EGM through the platform provided by CDSL.
2. The members of the Company as on the "cut off" date i.e. 10th February, 2023 were entitled to vote on the resolutions as set out in the Notice of the Extra-ordinary General Meeting (EGM).
3. The remote e-voting period remained open from Tuesday, the 14th day of February 2023 (9.00 a.m. IST) and ended on Thursday, the 16th day of September, 2023 (5.00 p.m. IST)
4. The E-voting facility during the EGM held on 17.02.2023 was provided through platform provided by CDSL wherein all the required facilities for the shareholders to cast their votes either in favour or against on the resolutions were duly provided. E-voting during the meeting was available for the members who have not cast their vote previously through remote e-voting and were attending the Meeting through video conferencing.
5. After the expiry of time fixed for E-voting at EGM and conclusion of e-voting cast during the EGM, we unblocked the result of votes cast through remote e-voting and e-voting by

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SAHIL MALHOTRA

(PRACTISING COMPANY SECRETARY)

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members during the EGM in my presence and the presence of two witnesses on 17.02.2023 and e-votes were diligently scrutinized by us.

6. The results of remote e-voting and E-voting at EGM has been consolidated by us and consolidated results on items of the business of EGM are as under:

Item No. 1 (Special Resolution):

PREFERENTIAL ALLOTMENT OF UPTO 1,33,50,000 (ONE CRORE THIRTY THREE LAKHS FIFTY THOUSAND ONLY) FULLY CONVERTIBLE WARRANTS TO THE PERSONS BELONGING TO NON-PROMOTER CATEGORY.

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

Total number of valid votes: 18387102

In Favour/ Against	Voting through e-voting at EGM		Remote E-Voting		Consolidated		
	Voters present at EGM	No. of Votes casted at by them at EGM	Voters who voted through Remote Evoting	No. of Votes casted by them at Remote Evoting	Total count of Remote Voting and presence at EGM	Total No. of Votes exercised at Remote Evoting and EGM	Percentage of Voting
In Favour	81	0	26	18387102	107	18387102	100%
Against	0	0	0	0	0	0	0
Total	81	0	26	18387102	107	18387102	100%

Invalid Votes: Nil.

Based on above voting results, the Resolution as proposed in the Notice dated 20.01.2023 convening the Extra Ordinary General Meeting stand passed as Special Resolution.

We hereby declared that we are maintaining the Registers/electronic record received from the Service provider in respect of the votes cast through remote E-voting and E-voting at EGM by the shareholders of the Company. We shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking you,
Yours Faithfully

CS Sahil Malhotra
M.No: 38204 CP No 14791
COP No. 14791
Place: Chandigarh
Date: 17.02.2023
UDIN: A038204D003166659

Received the Report of Scrutinizer

For JTL Industries Limited
(formerly known as JTL Infra Limited)



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Date: 17.02.2023

The General Manager, Department of Corporate Services, BSE Limited, P.J. Towers, Dalal Street, Mumbai – 400 001	Metropolitan Stock Exchange Of India Limited Building A, Unit 205A, 2nd Floor, Piramal Agastya Corporate Park, L.B.S Road, Kurla West, Mumbai - 400070
BSE Scrip Code – 534600	MSEI Scrip Code- JTLIND

REG: OUTCOME OF EXTRA ORDINARY GENERAL MEETING AND VOTING RESULTS

DEAR SIR

Pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith voting results of Extra Ordinary General Meeting of the Company held on 17.02.2023.

This is further to inform that single item of business mentioned in the Notice and Explanatory Statement to the Extra Ordinary General Meeting has been passed with as Special Resolution.

**For JTL Industries Limited
(Formerly known as JTL Infra Limited)**

**Gurinder Makkar
Company Secretary & Compliance Officer
M.No. F5124**

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RESO. NO.	RESOLUTIONS	Type of Resolution	Mode of voting	% of votes in favour	% of votes against	REMARKS
SPECIAL BUSINESS						
1.	PREFERENTIAL ALLOTMENT OF UPTO 1,33,50,000 (ONE CRORE THIRTY THREE LAKHS FIFTY THOUSAND ONLY) FULLY CONVERTIBLE WARRANTS TO THE PERSONS BELONGING TO NON-PROMOTER CATEGORY	SPECIAL	Remote E-voting and E-voting at AGM	100%	0%	Resolution passed as Special Resolution

**For JTL Industries Limited
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Company Secretary & Compliance Officer
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