



# JAYANTI COMMERCIAL LIMITED

CINL51109WB1983PLC035795

Date: 24/04/2023

To  
The Listing Department  
The Calcutta Stock Exchange Limited  
7, Lyons Range,  
Kolkata – 700 001

Sir,

**Sub: APPLICATION SEEKING YOUR IN-PRINCIPLE APPROVAL FOR DELISTING OF EQUITY SHARES OF THE COMPANY FROM YOUR EXCHANGE**

With reference to the above we are pleased to enclose herewith the following for your kind perusal: –

SL. NO.	PARTICULARS	ANNEXURE NO.	PAGE NO.
1.	Form of in-principle approval for delisting duly filled in and signed.	ANNEXURE I	1-3
2.	Proof of appointment of the Manager to the Offer.	ANNEXURE II	4
3.	Certified True Copy of Initial Public Announcement.	ANNEXURE III	5-6
4.	Certified copy of the resolutions passed by the Board of Directors of the Company at its meeting held on 25.02.2023 & 04.03.2022 regarding delisting of equity shares of the Company from the Calcutta Stock Exchange Limited.	ANNEXURE IV	7-9
5.	Proof of appointment of Peer Review Company Secretary and Due Diligence Report dated 28.02.2023 as issued by Company Secretary as per the provisions of Regulation 10(3) and Regulation 12(2) of the SEBI (Delisting of Equity Shares) Regulations, 2021.	ANNEXURE V	10-20
6.	Copy of Postal Ballot Notice dated 04.03.2023 along with Explanatory Statement and Postal Ballot Form as sent to all the shareholders of the Company.	ANNEXURE VI	21-30
7.	Copy of Scrutinizers Report dated 11.04.2023 as given by Mr. Vivek Gupta, Practicing Chartered Accountant, Kolkata.	ANNEXURE VII	31-38
8.	Certified copy of the Special Resolution passed on 10.04.2023 by means of e-voting / postal ballot process as per Regulation 44 of SEBI (LODR) Regulations, 2015.	ANNEXURE VIII	39



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9.	Certified copy of MGT-14 filed with ROC along with Challan.	ANNEXURE IX	40-46
10.	Copy of Advertisement published in 'Echo of India' and 'Arthik Lipi' on 11.03.2023 regarding passing of Special Resolution by e-voting / postal ballot process.	ANNEXURE X	47-48
11.	Letter of Undertaking on Non-Judicial stamp paper of Rs. 100/- regarding no Investor Grievance.	ANNEXURE XI	49
12.	Letter of Undertaking that the price offered / to be offered for the delisting shall not be less than the price arrived at in consultation with the Merchant Banker on Non-Judicial Stamp Paper of Rs. 100/-.	ANNEXURE XII	50
13.	Letter of Undertaking on Non-Judicial stamp paper of Rs. 100/- that there is no legal case pending against the Company which could have a material effect on the Company and /or its shareholders.	ANNEXURE XIII	51
14.	Reconciliation of Share Capital Audit by Practicing Company Secretary dated 28.02.2023	ANNEXURE XIV	52-53
15.	Delisting Processing Fee - Rs. 2,06,500/- (Rs. Two Lakhs Six Thousand Five Hundred Only).	NOT PAID	

We seek your in principle approval for delisting of equity shares of the Company from your exchange.

Kindly grant us the in-principle approval at the earliest and oblige.

Please acknowledge receipt.

Thanking you,

Yours faithfully,

**For Jayanti Commercial Ltd**

For Jayanti Commercial Limited  
*Shilpa Jhunjhunwala*

Authorised Signatory/Director

**Shilpa Jhunjhunwala**

**Managing Director**

**DIN: 01945627**

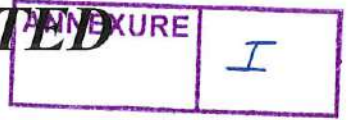
**Place: Kolkata**

**Encl: as above**



**JAYANTI COMMERCIAL LIMITED**

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FORM OF IN PRINCIPLE APPROVAL FOR DELISTING UNDER THE SEBI (DELISTING OF EQUITY SHARES) REGULATIONS, 2021 AS AMENDED WITH APPLICABLE PROVISIONS

**A. GENERAL INFORMATION**

1.	NAME OF THE COMPANY	JAYANTI COMMERCIAL LTD
2.	REGISTERED OFFICE ADDRESS OF THE COMPANY	34A, METCALFE STREET, 3RD FLOOR, R. NO. 3F, KOLKATA - 700 013
3.	CONTACT NO & EMAIL ID OF DIRECTOR	SHILPA JHUNJHUNWALA MANAGING DIRECTOR PH. NO. +91 33 40140100 E-MAIL ID : jayanticommercial@yahoo.com
4.	NAME OF THE DESIGNATED STOCK EXCHANGE	THE CALCUTTA STOCK EXCHANGE LIMITED
5.	PAID UP EQUITY CAPITAL OF THE COMPANY	RS. 47,75,170/-
6.	LISTED EQUITY CAPITAL WITH THE EXCHANGE	RS. 47,75,170/-
7.	TOTAL NO OF PROMOTER SHARE HOLDERS	9
8.	TOTAL % OF SHAREHOLDING BY PROMOTERS	45.50%
9.	TOTAL NO OF PUBLIC SHAREHOLDERS	22
10.	TOTAL % OF NON-PROMOTER SHAREHOLDES	54.50%

**B. IN CASE OF COMPANIES LISTED WITH CSE ONLY, AS PER PROVISIONS OF PART-B OF CHAPTER III**

1.	DATE OF BOARD RESOLUTION RECOMMENDING THE DELISTING OF SHARES	25 <sup>th</sup> FEBRUARY 2023 & 4 <sup>TH</sup> MARCH, 2023		
	EXTRACT OF THE MINUTES ENCLOSED			
2.	DATE OF NOTICE OF CALLING THE MEETING OF SHAREHOLDERS/ISSUING OF POSTAL BALLOT	4 <sup>TH</sup> MARCH, 2023		
	(COPY OF SHAREHOLDERS RESOLUTION AND POSTAL BALLOT NOTICE ALONGWITH SCRUTINIZER REPORT ARE ENCLOSED)			
3.	DETAILS OF PAPER NOTIFICATION:			
	SL.NO	NAME OF THE NEWS PAPER	LANGUAGE	DATE OF PUBLICATION
	1.	ECHO OF INDIA (DESPATCH OF NOTICE)	ENGLISH	11/03/2023
	2.	ARTHIK LIPI (DESPATCH OF NOTICE)	BENGALI	11/03/2023

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3.	ECHO OF INDIA (PUBLICATION OF RESULTS)	ENGLISH	12/04/2023
4.	ARTHIK LIPI (PUBLICATION OF RESULTS)	BENGALI	12/04/2023
COPIES OF NEWSPAPER PUBLICATIONS ARE ENCLOSED.			
4.	WHETHER ANY INVESTOR GRIEVANCE IS PENDING WITH THE COMPANY	NO INVESTOR GRIEVANCE IS PENDING WITH THE COMPANY	
5.	DETAILS OF NON-COMPLIANCE OF LISTING AGREEMENT		
	SL.NO	CLAUSE NO	REQUIREMENT
	NON-COMPLIANCE		
THERE ARE NO NON-COMPLIANCE AS ON THE DATE OF MAKING OF THIS APPLICATION			
6.	DATE OF FILING OF FORM NO. MGT 14 WITH ROC (COPY OF MGT -14 ALONGWITH ROC RECEIPT IS ENCLOSED)	17/04/2023	
7.	DETAILS OF PENDING LEGAL CASES, IF ANY	THERE ARE NO LEGAL CASES PENDING	
8.	DETAILS OF SECRETARIAL AUDITOR ISSUING THE CERTIFICATE IN FORM NO 76 AS PER PROVISIONS OF SEBI (DEPOSITORIES AND PARTICIPANTS) REGULATIONS, 2018		
	NAME	ADDRESS	CONTACT NO.
	EMAIL ID		
	POOJA BANSAL ACS NO.: 50458 CP NO.: 18524 PEER REVIEW NO. 1725/2022	RESPECT HOME, 5TH FLOOR, HALDERPARA, PODRAH, ANDUL ROAD, HOWRAH - 711109	9038589527
	pujab35@gmail.com		
COPY OF CERTIFICATE IS ENCLOSED.			
9.	DETAILS OF PROCESSING FEE OF RS. 1,75,000/- WITH GST @18.00%		
	DD / PAY ORDER NO / CHEQUE / UTR NO.	DATE	NAME OF THE ISSUING BANK
	NOT PAID	-	-

**C. IN CASE OF SMALL COMPANIES AS PER THE PROVISIONS OF CHAPTER VI**

NAME OF THE MERCHANT BANKER			
	NAME	ADDRESS	SEBI REGISTRAION NO
	INTELLIGENT MONEY MANAGERS PRIVATE LIMITED	YMCA BUILDING. 2 <sup>ND</sup> FLOOR, 25 JAWAHARLAL NEHRU ROAD, KOLKATA - 700087	INM000012169



# JAYANTI COMMERCIAL LIMITED

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→	COPY OF DUE DILIGENCE REPORT ISSUED BY MRS. POOJA BANSAL, PEER REVIEW COMPANY SECRETARY (ENCLOSED)
→	UNDERTAKING BY THE PROMOTER CONFIRMING THAT THE EXIT PRICE OFFERED TO THE PUBLIC SHAREHOLDERS IS NOT LESS THAN THE PRICE ARRIVED AT IN CONSULTATION WITH THE MERCHANT BANKER (ENCLOSED)

For Jayanti Commercial Ltd

For Jayanti Commercial Limited

*Shilpa Jhunjhunwala*

Authorised Signatory/Director

**Shilpa Jhunjhunwala**

**Managing Director**

**DIN: 01945627**

**Place: Kolkata**

**Date: 24/04/2023**

# ANUJ JHUNJHUNWALA

Date: 16.02.2023

To,  
Mr. Amit Kumar Mishra  
Assistant Vice President  
Intelligent Money Managers Private Limited  
YMCA Building, 2nd floor,  
25, Jawaharlal Nehru Road,  
Kolkata - 700 087

**Re: Delisting of Jayanti Commercial Ltd from Calcutta Stock Exchange**

Pursuant to your letter no. IMMPL/MBD/2022-23/400 dated February 16, 2023, I hereby appointing you to act as Manager to offer for the proposed delisting of Jayanti Commercial Ltd ("JCL", "the Company") from the Calcutta Stock Exchange (CSE), the only stock exchange where the equity shares of the Company are listed in pursuant to regulation 9(1) of SEBI (Delisting of Equity Shares) Regulations, 2021, as amended.

In this connection, I do hereby undertake and confirms that:

1. I have not sold equity shares of the company in last 6 months.
2. I have not directly or indirectly, -
  - (a) employed any device, scheme or artifice to defraud any shareholder or other person; or
  - (b) engaged in any transaction or practice that operates as a fraud or deceit upon any shareholder or other person; or
  - (c) engaged in any act or practice that is fraudulent, deceptive or manipulative

-in connection with the delisting of the equity shares sought or permitted or exit opportunity given or other acquisition of equity shares made under the SEBI Delisting Regulations.

Thanks & Regards,

Anuj Jhunjunwala  
(On behalf all the Acquirers/ Promoters)  
Jayanti Commercial Ltd

34A, Metcalfe Street, 3<sup>rd</sup> Floor, R. No. 3F, Kolkata – 700 013,  
Phone: 9903318000, +91 33 40140100, Fax: +91 33 40140199,  
Email: anuj.jhunjunwala@bdjgroup.com, finance@bdjgroup.com



INITIAL PUBLIC ANNOUNCEMENT UNDER REGULATION 8(1) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (DELISTING OF EQUITY SHARES) REGULATIONS, 2021, AS AMENDED, FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

JAYANTI COMMERCIAL LTD

Corporate Identity Number: L51109WB1983PLC035795

Registered Office: 34A, Metacalfe Street, PS Bow Bazar, Kolkata – 700 013

Contact Number: +91-33-4014 0100;

Website: <https://www.jayanticommercial.com/index.html>; Email ID: [jayanticommercial@yahoo.com](mailto:jayanticommercial@yahoo.com)

DELISTING OFFER FOR ACQUISITION OF UPTO 2,60,224 (TWO LAKHS SIXTY THOUSAND TWO HUNDRED TWENTY FOUR) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF RS.10.00 (RUPEES TEN ONLY) EACH (HEREINAFTER REFERRED TO AS 'EQUITY SHARES'), REPRESENTING 54.50% OF THE TOTAL PAID-UP EQUITY AND VOTING SHARE CAPITAL OF JAYANTI COMMERCIAL LTD, (HEREINAFTER REFERRED TO AS 'JCL' OR 'THE COMPANY') BY MR. SURESH JHUNJHUNWALA, MRS. ALKA JHUNJHUNWALA, MR. ANUJ JHUNJHUNWALA AND MRS. SHILPA JHUNJHUNWALA (HEREINAFTER COLLECTIVELY REFERRED TO AS THE 'ACQUIRERS'/'PROMOTERS') PURSUANT TO AND IN ACCORDANCE WITH REGULATION 8 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (DELISTING OF EQUITY SHARES) REGULATIONS, 2021, AS AMENDED, (HEREINAFTER REFERRED TO AS 'DELISTING REGULATIONS').

As on the date of Initial Public Announcement, Mr. Suresh Jhunjunwala, Mrs. Alka Jhunjunwala, Mr. Anuj Jhunjunwala and Mrs. Shilpa Jhunjunwala (Acquirers) are the Promoters of the Company and are disclosed under "Promoter/ Promoter Group" of the Company in terms of the shareholding pattern as on December 31, 2022 submitted with The Calcutta Stock Exchange (CSE) and jointly holds 1,38,500 Equity Shares, representing 29.00% of the paid up Equity Shares of the Company. The Acquirers together with the other members of the Promoter/ Promoter Group presently hold 2,17,293 paid up Equity Shares having face value of Rs. 10/- each representing 45.50% of the paid up Equity Shares of the Company.

The Acquirers intend to acquire 2,60,224 Equity Shares held by the Public Shareholders of the Company pursuant to the SEBI Delisting Regulations (hereinafter referred to as 'Delisting Proposal'), subject to receipt of approval by the Board of Directors of the Company and the public shareholders of the company by way of a special resolution through postal ballot in accordance with the SEBI Delisting Regulations wherein the number of votes cast by the shareholders in favor of the Delisting Proposal is at least two times the number of votes cast by the shareholders against the Delisting Proposal, receipt of all other necessary approvals, including relevant third-party consents.

The objective of the Delisting Proposal is to enable the Promoters to obtain full ownership of the Company, which in turn will provide enhanced operational flexibility. As the Company will no longer remain listed in India, there will be reduction in dedicated management time to comply with the requirements associated with the continued listings, which can be refocused on the Company's business. Further it is believed by the Acquirer that, the Delisting Proposal will enhance the Company's operational, financial and strategic flexibility including but not limited to corporate restructurings, acquisitions, exploring new financing structures including financial support from the Promoters. The long-term business plan of the Acquirer involve expanding the operations of the company into new geographies and new business activities, which may have different risk profiles, longer gestation periods compared to the current risk profile of the Company, and that the Acquirer believe that the Delisting Proposal is in the interest of the Public Shareholders as it will provide the Public Shareholders an opportunity to exit from the Company at a price determined in accordance with the SEBI Delisting Regulations, providing immediate liquidity given the heightened market volatility.

This Initial Public Announcement (hereinafter referred to as the 'IPA') is being issued by Intelligent Money Managers Private Limited (hereinafter referred to as 'Manager to the Offer') for and on behalf of the Acquirer to the Public Shareholders of the Company.

The Acquirers do hereby undertake and confirm that:

1. They have not sold the equity shares of the company during the period of six months prior to the date of this IPA made in terms of Regulation 8(1) of the SEBI Delisting Regulations.
2. They shall not directly or indirectly, -

For Jayanti Commercial Limited

Shilpa Jhunjunwala

Authorized Signatory/Director





- 6
- (a) employ any device, scheme or artifice to defraud any shareholder or other person; or
  - (b) engage in any transaction or practice that operates as a fraud or deceit upon any shareholder or other person; or
  - (c) engage in any act or practice that is fraudulent, deceptive or manipulative

-in connection with the delisting of the equity shares sought or permitted or exit opportunity given or other acquisition of equity shares made under the SEBI Delisting Regulations.

The exit offer price will be decided, after fixation of the 'Floor Price' which shall be determined in terms of Regulation 20(2) of the SEBI Delisting Regulations read with Regulation 8 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, which will be separately informed to the Public Shareholders in accordance with the SEBI Delisting Regulations, in due course.

In accordance with the SEBI Delisting Regulations, the exit price in terms of Regulation 35(2)(d) of the Delisting Regulations, the Company can delist the shares only on receipt of positive consent in writing, from the public shareholder holding 90% (Ninety Percent) or more of the public shareholding to the proposal for delisting and seek their consent either to sell their equity shares at the price offered by the promoters/ acquirers or to remain holders of the equity shares, even if they are delisted from CSE. The consent for dispensing with the exit price discovery through the Book Building method will also be sought.

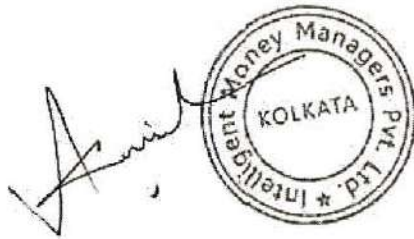
Issued by the Manager to the Offer on behalf of the Acquirers:



**MANAGER TO THE OFFER:**  
**INTELLIGENT MONEY MANAGERS PRIVATE LIMITED**  
(CIN:U65923WB2010PTC156220)  
25, Jawaharlal Nehru Road, YMCA Building, 2nd Floor,  
Kolkata - 700 087  
Tel. No.: +91 33 4065 6289  
Website: [www.imoney.co.in](http://www.imoney.co.in)  
Email Id: [info@imoney.co.in](mailto:info@imoney.co.in)  
Contact Person: Amit Kumar Mishra  
SEBI Registration No: INM000012169  
Validity Period: Perpetual

Date: 20.02.2023  
Place: Kolkata

For Jayanti Commercial Limited  
*Shilpa Thunjhunwala*  
Authorized Signatory/Director



# JAYANTI COMMERCIAL LIMITED

CINL51109WB1983PNC035795

EXTRACTS OF THE MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF JAYANTI COMMERCIAL LTD HELD ON SATURDAY, 25<sup>TH</sup> DAY OF FEBRUARY 2023, AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 34A, METACALFE STREET, PS BOW BAZAR, KOLKATA - 700013 AT 02:00 P. M.

“RESOLVED THAT The Board has considered and taken on record the proposal received through M/s. Intelligent Money Managers Private Limited, Manager to the Offer on behalf of Mr. Suresh Jhunjunwala, Mrs. Alka Jhunjunwala, Mr. Anuj Jhunjunwala and Mrs. Shilpa Jhunjunwala, members of the promoter/promoter group of Jayanti Commercial Ltd, for voluntarily delisting of the equity shares of the Company from The Calcutta Stock Exchange Ltd ("CSE") where they are presently listed and traded, in accordance with the provisions of the SEBI (Delisting of Equity Shares) Regulations, 2021, as amended from time to time (the "Delisting Regulations") by acquiring the equity shares held by the public shareholders or obtaining their consent to continue as the shareholder(s) consequent upon delisting.

“RESOLVED FURTHER THAT the board has taken on record that Mr. Suresh Jhunjunwala, Mrs. Alka Jhunjunwala & Mr. Anuj Jhunjunwala, being members of the promoter group of the Company and the proposed Acquirer have voluntarily requested that they will not participate in any deliberations of the Board.”

“RESOLVED FURTHER THAT any Director, Chief Financial Officer & Company Secretary of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolutions including appointment of Peer Review Company Secretary in consultation with the Promoter /Promoter group of the Company.”

“RESOLVED FURTHER THAT the board has confirmed the appointment of Mrs. Pooja Bansal having ACS No. 50458 & C. P. No. 18524, a Peer Review Company Secretary in Practice (Peer Review No. 1725/2022) to conduct due diligence in accordance with Regulation 10(2) of the Delisting Regulations”.

“RESOLVED FURTHER THAT the board will furnish the details of buying, selling and dealing in the equity shares of the Company by the acquirer or its related entities for a period of 2 years prior to this Board Meeting including the details of top 25 shareholders of the Company to the Peer Review Company Secretary in accordance with Regulations 10(2) (a) of the Delisting Regulations and requested them to submit a report in accordance with Regulations 10(3) of the Delisting Regulations.”

“RESOLVED FURTHER THAT the board, based on the report submitted by the Peer Review Company Secretary, will consider and approve the Delisting Proposal in accordance with Regulations 10(4) and other applicable provisions of the Delisting Regulations. The Board will meet, to consider the delisting proposal on receipt of due diligence report submitted by the Merchant Bankers”.

## CERTIFIED TRUE COPY

For and on behalf of

FOR JAYANTI COMMERCIAL LTD

For Jayanti Commercial Limited

*Shilpa Jhunjunwala*

Authorised Signatory/Director

SHILPA JHUNJHUNWALA

MANAGING DIRECTOR

DIN: 01945627

34A, Metcalfe Street, 3<sup>rd</sup> Floor, R. No. 3F, Kolkata – 700 013,

Phone: +91 33 40140100, Fax: +91 33 40140199, Email: [jayanticommercial@yahoo.com](mailto:jayanticommercial@yahoo.com), [finance@bdjgroup.com](mailto:finance@bdjgroup.com),  
[mpa@bdjgroup.com](mailto:mpa@bdjgroup.com)



# JAYANTI COMMERCIAL LIMITED

CINL51109WB1983PNC035795

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EXTRACTS OF THE MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF JAYANTI COMMERCIAL LTD HELD ON SATURDAY, THE 4<sup>TH</sup> DAY OF MARCH 2023, AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 34A, METACALFE STREET, P S BOW BAZAR, KOLKATA - 700013 AT 02:00 P. M.

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The Chairman informed the Board that, with respect to receipt of Initial Public Announcement dated February 20, 2023 through M/s. Intelligent Money Managers Private Limited, Manager to the Offer on behalf of Mr. Suresh Jhunjhunwala, Mrs. Alka Jhunjhunwala, Mr. Anuj Jhunjhunwala and Mrs. Shilpa Jhunjhunwala members of the promoter/promoter group of the Company expressing their intention ("Acquirers") to acquire all fully paid-up equity shares of the Company - ("Equity Shares") that are held by the public shareholders (as defined under Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, as amended ("Delisting Regulations") and consequently voluntarily delist the Equity Shares from The Calcutta Stock Exchange Limited, being the recognized stock exchange where the equity shares of the company is presently listed ("Stock Exchange/CSE") in accordance with the provisions under the Delisting Regulations ("Delisting Proposal").

In compliance with Regulation 10(2) of the Delisting Regulations the company had appointed Mrs. Pooja Bansal, a Peer Review Company Secretary in Practice to carry out due diligence for delisting of its securities. For this purpose, the required documents/information were furnished to the Peer Review Company Secretary for her due diligence. The Due Diligence Report submitted by the Peer Review Company Secretary was placed before the Board of Directors of the company certifying eligibility of the company under Regulation 10(3) of the Delisting Regulations for delisting of its securities from CSE.

After reviewing and taking into consideration the same, the Board certified that the company is in compliance with the applicable provisions of the Securities laws, the acquirer or promoter or promoter group the related entities, are in compliance with the sub-regulation (5) of regulation 4 and delisting is in the interest of the shareholders.

After having discussion, the following resolutions were passed by the Board:

"RESOLVED THAT in terms of the provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and the rules framed thereunder), the Securities Contract (Regulation) Act, 1956 and the rules framed thereunder, Regulation 44 of SEBI and other applicable provisions of the Listing Agreement entered with The Calcutta Stock Exchange Limited ('CSE'), The Securities And Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 or any amendment(s) or modification(s) or re-enactment(s) thereof, consent of the shareholders be obtained by way of Special Resolution passed through e-voting / postal ballot process in terms of Sections 108 and 110 of the Companies Act, 2013 read with the rules made thereunder, and the receipt of the necessary approval from the Calcutta Stock Exchange Limited and such other approvals, the consent be and is hereby accorded to the Acquirers of the Company to initiate and proceed with voluntary

34A, Metcalfe Street, 3<sup>rd</sup> Floor, R. No. 3F, Kolkata – 700 013,

Phone: +91 33 40140100, Fax: +91 33 40140199, Email: [jayanticommercial@yahoo.com](mailto:jayanticommercial@yahoo.com), [finance@bdjgroup.com](mailto:finance@bdjgroup.com),  
[mpa@bdjgroup.com](mailto:mpa@bdjgroup.com)



# JAYANTI COMMERCIAL LIMITED

CINL51109WB1983PNC035795

delisting of equity shares of the company from the Calcutta Stock Exchange Limited i.e. the only stock exchange where the shares of the Company are presently listed."

"RESOLVED FURTHER THAT in case the no. of votes cast by the public shareholders in favour of the resolution is at least twice the votes cast by the public shareholders against the resolution, the company do make an application to the Calcutta Stock Exchange Limited for obtaining their in-principle approval for delisting of the equity shares from the said Exchange."

"RESOLVED FURTHER THAT any Director, Chief Financial Officer & Company Secretary of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolutions."

"RESOLVED FURTHER THAT any Director, Chief Financial Officer & Company Secretary of the Company be and are hereby authorized to act as representative of the Company and sign necessary documents/undertakings in relation to the Delisting of Equity Shares of the Company from the Calcutta Stock Exchange, where the shares of the Company are presently listed."

"RESOLVED FURTHER THAT Mr. Vivek Gupta, a Practicing Chartered Accountant, Kolkata who has given his consent to act as a Scrutinizer be and is hereby appointed as Scrutinizer for the purpose of e-voting/postal ballot process to be conducted in respect of the proposed special resolution concerning the delisting of equity shares of the company from the Calcutta Stock Exchange Limited."

"RESOLVED FURTHER THAT the draft Postal Ballot notice along with the draft notes/explanatory statement /Postal Ballot form be and is hereby approved."

**CERTIFIED TRUE COPY**

**For and on behalf of**

**FOR JAYANTI COMMERCIAL LTD**

**For Jayanti Commercial Limited**

*Shilpa Jhunjhunwala*

**Authorised Signatory/Director**

**SHILPA JHUNJHUNWALA**

**MANAGING DIRECTOR**

**DIN: 01945627**

**JAYANTI COMMERCIAL LIMITED**

CINL51109WB1983PNC035795

Date- 25.02.2023

To,  
Mrs. Pooja Bansal,  
Practising Company Secretary,  
Flat F1, 5th Floor, Respect Home,  
Andul Road, Halderpara, Podrah  
Howrah-711109

**SUB: Intimation letter for appointment as a Peer Review Company Secretary Unit to Conduct  
Due Diligence in terms of Regulation 10(2) of SEBI (Delisting of Equity Shares) Regulations, 2021**

Dear Ma'am,

We are pleased to inform, that the Company has appointed you, Mrs. Pooja Bansal, Practising Company Secretary for conducting the Due Diligence in terms of Regulation 10(2) of SEBI (Delisting of Equity Shares) Regulations, 2021 of the Company.

In this connection, I do hereby undertake and confirm the following:

1. There was no trading of equity shares of the Company on the CSE during the last two years prior to the date of Board Meeting i.e., on 25.02.2023 held for consideration of proposal of delisting.
2. There were certain off market transactions of the equity shares of the company carried out by the promoter or promoter group or their related entities during the last two years prior to the date of Board Meeting i.e., on 25.02.2023 held for consideration of proposal of delisting.
3. The acquirers have confirmed that neither of them nor their related entities or other members of the promoter group have any connections, direct or indirect, with the top twenty-five public shareholders.

Thanking You,

**FOR JAYANTI COMMERCIAL LTD**

For Jayanti Commercial Limited



SHILPA JHUNJHUNWALA Director

MANAGING DIRECTOR

DIN: 01945627



**POOJA BANSAL**  
Practicing Company Secretary  
Membership No. 50458  
COP No. 18524

Flat No. F1, 5th floor, Respect Home,  
Andul Road, Halderpara, Podrah,  
Howrah - 711109  
Email Id- [pujab35@gmail.com](mailto:pujab35@gmail.com)  
Contact No. 9038589527

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## DUE DILIGENCE REPORT FOR JAYANTI COMMERCIAL LTD

[Pursuant to Regulation 10 (3) of the SEBI (Delisting of Equity Shares) Regulations, 2021]

To,

The Board of Directors

JAYANTI COMMERCIAL LTD

In terms of Regulation 10 of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 ("**Delisting Regulations**"), I, Pooja Bansal, Peer Reviewed Practicing Company Secretary, have been appointed vide the resolution of the Board of Directors passed by JAYANTI COMMERCIAL LTD (hereinafter referred to as the "**Company**") having CIN: L51109WB1983PLC035795 and having registered office at 34A, Metacalfe Street, P S Bow Bazar, Kolkata - 700013 in the meeting held on 25<sup>th</sup> February, 2023 to carry out the due diligence in accordance with Regulation 10(3) and other applicable provisions under the Delisting Regulations and issue a Due Diligence Report ("**DDR**").

### Background:

1. In terms of Regulation 8 of the Delisting Regulations, an Initial Public Announcement dated 20<sup>th</sup> February, 2023 ("**Initial Public Announcement**") was issued on behalf of Mr. Suresh Jhunjhunwala, Mrs. Alka Jhunjhunwala, Mr. Anuj Jhunjhunwala and Mrs. Shilpa Jhunjhunwala, the acquirers as defined in the Delisting Regulations ("**Acquirers**") *inter alia* expressing their intention to:
  - (a) Acquire 2,60,224 fully paid-up equity shares of the Company, having a face value of Rs. 10 each, ("**Equity Shares**") representing 54.50% of the paid-up capital held by the public shareholders of the Company (as defined under the Delisting Regulations and to be referred to as "**Public Shareholders**"), either individually / collectively or together with other members of the Promoter Group or along with the persons acting in concert, as the case may be; and
  - (b) Consequently voluntarily delist the Equity Shares from the stock exchanges where the equity shares of the company are presently listed namely, The Calcutta Stock Exchange (collectively, "**Stock Exchange**"), by making a delisting offer in accordance with the Delisting Regulations ("**Delisting Proposal**").
2. The present Capital Structure including the details of the Authorized, Subscribed, Issued, Paid up and Listed Equity Share Capital of the Company is placed at **Annexure I**.
3. Shareholding Pattern of the Company as on 31<sup>st</sup> December, 2022 is placed at **Annexure II**.
4. The distribution of public shareholding as on 31<sup>st</sup> December, 2022 is as per **Annexure III**.





**POOJA BANSAL**  
Practicing Company Secretary  
Membership No. 50458  
COP No. 18524

Flat No. F1, 5th floor, Respect Home,  
Andul Road, Halderpara, Podrah,  
Howrah - 711109  
Email Id- [puiab35@gmail.com](mailto:puiab35@gmail.com)  
Contact No. 9038589527

- 
5. The list of Top Twenty-Five shareholders (other than Acquirer) as on 31<sup>st</sup> December, 2022 is placed at **Annexure IV**.

**Verification:**

1. On the basis of the information received from/furnished by the Board of Directors of the Company, as required under sub-regulation 2 of Regulation 10 of the Delisting Regulations, for the purpose of carrying out the due diligence, I have examined the following:
- (a) There was no trading of equity shares of the Company on the CSE platform during the last two years prior to the date of Board Meeting to be held for consideration of proposal of delisting, hence details of buying, selling and dealing in the Equity Shares of the Company by the acquirer or their related entities (including members of Promoter Group) during the period of two years prior to the date of Board Meeting (i.e., 25<sup>th</sup> February, 2023) held to consider the Delisting Proposal (“**Review Period**”) is not applicable and the details of the Top Twenty-Five shareholders are furnished below ;
  - (b) There were certain off market transaction of the equity shares of the company carried out by the promoter or promoter group or their related entities and top twenty five shareholders during the last two years prior to the date of Board Meeting to be held for consideration of proposal of delisting. As reported by the Company, 4,000 Shares were transferred by Gita Devi Pushkania to Pankaj Kumar Pushkania in the 3<sup>rd</sup> Quarter of F.Y. 2021-2022.
  - (c) Relevant additional document/ filing/ records/ information such as **share transfer details** including the information mentioned in clauses (a) and (b) for a longer period of time from **25<sup>th</sup> February, 2021**, as sought and made available to us and the explanations provided by the Company and hence the details are placed at **Annexure V**.



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2. For the purpose of verifying applicability and compliance of securities laws, I have identified the following regulations and their applicability:

<b>Regulations</b>	<b>Acquirers and their related entities (including members of Promoter Group)</b>	<b>Top 25 Public Shareholders</b>
The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations) as amended from time to time	Applicable	Applicable
The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; (SEBI PIT Regulations) as amended from time to time	Applicable	Applicable
The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (SEBI SAST Regulations) as amended from time to time	Applicable	Applicable
The Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021	Not Applicable	Not Applicable



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Basis review of the aforesaid information/ document, set out below is my analysis/ observations:

*a) For Acquirers and their related entities:*

- a. During the Review Period, I did not notice any change in the shareholding of the Acquirers and their related entities.
- b. As on date, the Acquirers / Promoter group holds 2,17,293 Equity Shares, representing 45.50% Paid Up Equity Share Capital of the Company.

*b) For Top Twenty-Five Shareholders:*

- i) During the Review Period, Top Twenty-Five Public Shareholders have not bought any Equity Shares of the Company.
- ii) The Acquirers have confirmed that neither of them nor their related entities or other members of the Promoter Group have any connections, direct or indirect, with the Top Twenty-Five Public Shareholders, save and except the interest of the Acquirers and/or their related entities in two of the Public Shareholder Companies namely Alkan Fiscal Services Pvt Ltd & Vision Projects And Finvest Pvt Ltd.

**Certification:**

I hereby certify that, during the Review Period:

- (a) There was no trading of equity shares of the Company on the CSE Platform during the last two years prior to the date of Board Meeting which was held for consideration of proposal of delisting, hence details of buying, selling and dealing in the Equity Shares of the Company by the Acquirers or their related entities (including members of Promoter Group) during the period of two years prior to the date of Board Meeting (i.e., 25<sup>th</sup> February, 2023) held to consider the Delisting Proposal ("**Review Period**") is not applicable and the details of the Top Twenty-Five shareholders are furnished below ;
- The Acquirer has not, directly or indirectly, –
  - (a) employed any device, scheme or artifice to defraud any shareholder or other person; or
  - (b) engaged in any transaction or practice that operates as a fraud or deceit upon any shareholder or other person; or
  - (c) engaged in any act or practice that is fraudulent, deceptive or manipulative –

in connection with delisting of Equity Shares of the Company sought or permitted or exit opportunity given or other acquisition of Equity Shares made under the Delisting Regulations.

**Assumption & Limitation of Scope & Review:**

1. Ensuring the authenticity of documents and information furnished is the responsibility of the





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**Practicing Company Secretary**  
**Membership No. 50458**  
**COP No. 18524**

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Board of Directors of the Company.

2. This Due Diligence Report (DDR) is based on due diligence of documents/ information shared by the Company for my review. My responsibility is to give report based upon my examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. Various concepts viz. defraud, deceit, fraudulent, deceptive, manipulative are used in the SEBI Delisting Regulations. However, parameters/methodology for determining the same are not prescribed therein. By reading these terminologies, it can be construed that the Acquirers shall not directly or indirectly cause any loss to the Public Shareholders by adopting any malpractice. Based on publicly available information, I have checked whether the Acquirers or the Company have common registered office or directorship. I do not have any negative observation.  
 From the above details, I can conclude that the Acquirers have not;
  - (i) Employed any device, scheme or artifice to defraud any shareholder or other person;
  - (ii) Engaged in any transaction or practice that operates as a fraud or deceit upon any shareholder or other person; and
  - (iii) Engaged in any act or practice that is fraudulent, deceptive or manipulative.
4. I am not expressing any opinion on the Floor price and/or the price at which the shares would ultimately be delisted. I have assumed that the Company/ Acquirers would comply with the applicable provisions related to floor price. Further, I am not an investment adviser or tax advisor or a broker/ dealer. This report should not be construed as investment/disinvestment advice.
5. This DDR is solely for the intended purpose of delisting of Equity Shares of the Company and for your information and it is not to be used, circulated, quoted or otherwise referred to for any purpose other than Delisting purposes and as required under the Delisting Regulations.

**POOJA** Digitally signed  
 by POOJA  
**BANSAL**  
 Date: 2023.02.28  
 19:16:57 +05'30'

**POOJA BANSAL**  
**Practicing Company Secretary**  
**Membership No.: 50458**  
**CP No.: 18524**  
**Peer Review No.: 1725/2022**  
**UDIN: A050458D003211264**  
**Place: Kolkata**  
**Date: February 28, 2023**



**POOJA BANSAL**  
Practicing Company Secretary  
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Contact No. 9038589527

**ANNEXURE I**

Capital Structure of the Company as on 31<sup>st</sup> December, 2022

**AUTHORIZED CAPITAL**

Particulars	Number of shares	Nominal Value per share	Total Authorised Capital
Equity	5,00,000	10	50,00,000
Preference	0	0	0
Unclassified	0	0	0

**ISSUED CAPITAL**

Particulars	Number of shares	Nominal Value per share	Total Issued Capital
Equity	4,77,517	10	47,75,170
Preference	0	0	0
Unclassified	0	0	0

**SUBSCRIBED CAPITAL**

Particulars	Number of shares	Nominal Value per share	Total Issued Capital
Equity	4,77,517	10	47,75,170
Preference	0	0	0
Unclassified	0	0	0

**PAID UP CAPITAL**

Particulars	Number of shares	Nominal Value per share	Total Issued Capital
Equity	4,77,517	10	47,75,170
Preference	0	0	0
Unclassified	0	0	0

**LISTED CAPITAL**

Particulars	Number of shares	Nominal Value per share	Total Listed Capital	Name of the Stock Exchange where listed
Equity	4,77,517	10	47,75,170	The Calcutta Stock Exchange
Preference	0	0	0	NA
Unclassified	0	0	0	NA

Note: In case of a difference between issued and listed capital, the reasons for the same may be given over here: **Not Applicable.**





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**ANNEXURE II**

Shareholding pattern as on 31 <sup>st</sup> December, 2022		
Category	No. of shares	%
Acquirers:		
(a) who decides to make an offer for delisting of equity shares and Persons acting in concert in accordance with regulation 5A of the Takeover Regulations or	1,38,500	29.00
(b) who is a Promoter or part of Promoter Group along with persons acting in concert	-	-
Promoter / Promoter Group other than Acquirers	78,793	16.50
Public Shareholders	2,60,224	54.50
<b>Total</b>	<b>4,77,517</b>	<b>100</b>



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 Contact No. 9038589527

**ANNEXURE III**

The distribution of Public Shareholding as on 31<sup>st</sup> December, 2022

Range of shareholding	No. of shareholders	% of shareholders	No. of shares held	% shares
1-500	3	13.64	300	0.11
501-1000	1	4.55	917	0.35
1001-2000	4	18.18	8000	3.07
2001-3000	2	9.09	6000	2.31
3001-4000	5	22.72	20000	7.69
4001-5000	1	4.55	5000	1.92
5001-10000	0	0	0	0
Above 10000	6	27.27	220007	84.55
<b>Total</b>	<b>22</b>	<b>100</b>	<b>2,60,224</b>	<b>100</b>
Acquirers:	4	44.44	1,38,500	63.74
(a) who decides to make an offer for delisting of equity shares and Persons acting in concert in accordance with regulation 5A of the Takeover Regulations or				
(b) who is a Promoter or part of Promoter Group along with persons acting in concert				



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Contact No. 9038589527

**ANNEXURE IV**

**Details of Top Twenty-Five shareholders (other than Acquirer) as on 31<sup>st</sup> December, 2022**

Sl No.	Name Of Shareholder	No. Of Shares	% To Paid Up Equity Capital
1	MURARI INVESTMENT & TRADING COMPANY LTD.	67000	14.03
2	VISION PROJECTS AND FINVEST PVT LTD	55157	11.55
3	UTTAM COMMERCIAL COMPANY LTD.	35017	7.33
4	PANKAJ KUMAR PHUSHKANIA	30800	6.45
5	ALKAN FISCAL SERVICES PVT LTD	23500	4.92
6	CHANDRA KALA DANWAR	23376	4.90
7	MANOJ KUMAR BAID	23333	4.89
8	MANISH KUMAR PHUSHKANIA	20617	4.32
9	G.K.INVESTMENTS LTD.	16000	3.35
10	ALOK KUMAR JAIN	5000	1.05
11	DILIP KUMAR AGARWAL	4000	0.84
12	JAGDISH PRASAD PHUSHKANIA	4000	0.84
13	MANISHA AGARWAL	4000	0.84
14	MANISHA KEDIA	4000	0.84
15	RATNI DEVI AGARWAL	4000	0.84
16	BHOJRAJ BAID	3000	0.63
17	MAHENDRA SINGH BAID	3000	0.63
18	DHANRAJ GELERA	2000	0.42
19	MANISHA BAID	2000	0.42
20	RAJAT BAID	2000	0.42
21	RITIKA BAID	2000	0.42
22	ROCKY DISTRIBUTORS PVT LTD	917	0.19
23	BAJRANG LAL MALL	100	0.02
24	MADAN MOHAN DAMANI	100	0.02
25	MIRA BHATTACHARJEE	100	0.02





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Contact No. 9038589527

**ANNEXURE V**

**Details of Share Transactions during the Review Period:**

Date of buying, selling and dealing	Nature of transaction (buying, selling and dealing)	Category (Acquirer/Promoter / Promoter Group / PACs / top 25 shareholder)	Mode of acquisition (market purchase / public rights/ preferential offer / off market / Inter-se transfer etc .	Pre Transaction		Post Transaction		Whether off market / on Exchange
				Number of Securities	% age of share holding	Number of Securities	% age of share holding	
3 <sup>rd</sup> Quarter of F.Y 2021-2022	Selling	Promoter / Promoter Group (Gita Devi Pushkania to Pankaj Kumar Pushkania)	Inter Se Transfer	4000	0.84	0	0	Off Market

**POOJA BANSAL** Digitally signed by  
POOJA BANSAL  
Date: 2023.02.28  
19:17:25 +05'30'

**POOJA BANSAL**  
Practicing Company Secretary  
Membership No.: 50458  
CP No.: 18524  
Peer Review No.: 1725/2022  
UDIN: A050458D003211264  
Place: Kolkata  
Date: February 28, 2023

**JAYANTI COMMERCIAL LIMITED**

CINL51109WB1983PNC035795

To

The Shareholders,

**POSTAL BALLOT NOTICE**

**NOTICE PURSUANT TO SECTION 108 AND 110 OF THE COMPANIES ACT, 2013 READ WITH RULE 20 AND 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014, RELATING TO PASSING OF THE RESOLUTION BY POSTAL BALLOT READ WITH REGULATION 44 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECURITIES AND EXCHANGE BOARD OF INDIA (DELISTING OF EQUITY SHARES) REGULATIONS, 2021.**

Dear Member(s),

Notice is hereby given that pursuant to section 108, 110 and all other applicable provisions, if any, of the Companies Act, 2013 including any statutory modification(s), or re-enactment thereof for the time being in force and as may be enacted thereafter (the "Act") read with Rule 20 and 22 of the Companies (Management And Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021 and Circular No. 20/2021 dated December 8, 2021 issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 as may be re-enacted hereafter ("SEBI Delisting Regulations") and the SEBI (LODR) Regulations, 2015 as amended and other applicable laws, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force and pursuant to the Initial Public Announcement dated 20<sup>th</sup> February, 2023, issued by M/s Intelligent Money Managers Private Limited, Manager to the Delisting Offer, for and on behalf of Mr. Suresh Jhunjhunwala, Mrs. Alka Jhunjhunwala, Mr. Anuj Jhunjhunwala and Mrs. Shilpa Jhunjhunwala, Promoters of the Company (Acquirers) and the resolution passed by the Board of Directors of the Company at its meeting held on 4<sup>th</sup> March 2023, to consider and if found fit, to pass the following resolution as a Special Resolution through postal ballot or, alternatively, through the e-voting facility offered by the Company in this regard.

The proposed Special Resolution and the Explanatory Statement pertaining thereto setting out all the material facts concerning the resolution and the reasons thereof along with a Postal Ballot Form are appended below for the consideration of the Shareholders. The attached Postal Ballot Form is to be used by the Shareholders for the purpose of exercising vote in respect of the said resolutions.

34A, Metcalfe Street, 3<sup>rd</sup> Floor, R. No. 3F, Kolkata – 700 013,Phone: +91 33 40140100, Fax: +91 33 40140199, Email: [jayanticommercial@yahoo.com](mailto:jayanticommercial@yahoo.com), [finance@bdjgroup.com](mailto:finance@bdjgroup.com),  
[mpa@bdjgroup.com](mailto:mpa@bdjgroup.com)



# JAYANTI COMMERCIAL LIMITED

CINL51109WB1983PNC035795

## RESOLUTION

### ITEM NO. 1 VOLUNTARY DELISTING OF EQUITY SHARES OF THE COMPANY FROM THE CALCUTTA STOCK EXCHANGE LIMITED

To consider and if thought fit, to pass with or without modification(s), the following Resolution as a "Special Resolution" by postal ballot:

**"RESOLVED THAT** subject to the provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and the rules framed thereunder), the Securities Contract (Regulation) Act, 1956 and the rules framed thereunder, Regulation 44 of SEBI and other applicable provisions of the SEBI (LODR) Regulations, 2015 entered with The Calcutta Stock Exchange Limited ('CSE'), The Securities And Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 or any amendment(s) or modification(s) or re-enactment(s) thereof, and subject to such approvals, permissions and sanctions, as may be necessary, and subject to compliance with other statutory formalities and subject to such conditions and modifications as may be prescribed or imposed by any authority including Securities and Exchange Board of India, CSE, etc. while granting such approvals, permissions or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board") or persons authorized by the Board, the consent of the shareholders of the Company be and is hereby accorded to the Board to voluntarily delist the equity shares of the Company from The Calcutta Stock Exchange Limited i.e. the only stock exchange where the shares of the Company are presently listed."

**"RESOLVED FURTHER THAT** the Board of Directors / persons authorized by the Board of Directors be and are hereby authorized on behalf of the Company to do all such acts, deeds, matters and things which they may consider proper and desirable to give effect to the aforesaid resolution, including making applications to the CSE seeking their in principle and final approval for the proposed voluntary delisting of the equity shares of the Company, which it may consider proper and desirable and settle any question, difficulties or doubts that may arise in regard to delisting of the equity shares of the Company from The Calcutta Stock Exchange Limited."

**By Order of the Board  
For Jayanti Commercial Ltd**  
For Jayanti Commercial Limited  
*Shilpa Jhunjunwala*  
Authorized Signatory/Director  
**Shilpa Jhunjunwala**  
Managing Director  
DIN: 01945627

Place: Kolkata  
Date: 04.03.2023



# JAYANTI COMMERCIAL LIMITED

CINL51109WB1983PNC035795

## NOTES:

1. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out material facts in respect of the business specified above and reasons for the proposed Special Resolution is annexed hereto along with the Postal Ballot Form for your consideration.
2. In accordance with Regulation 11 of the Delisting Regulations read with Section 110 of the Companies Act, 2013 read with the Postal Ballot Rules, the item of business set out in the Notice is required to be passed through Postal Ballot, instead of getting it passed at a General Meeting. Accordingly, your approval is sought for the resolution contained in this Notice through postal ballot, with an additional option of remote e-voting.
3. The Board of Directors at their meeting held on 4th March 2023 have appointed Mr. Vivek Gupta, Practicing Chartered Accountant (CP No.: 303408) as the Scrutinizer to conduct the voting through postal ballot as well as remote e-voting in accordance with law and in a fair and transparent manner.
4. Only a member who is entitled to vote is entitled to exercise his/her/its vote through postal ballot. Voting rights of every member shall be reckoned on the paid-up value of equity shares whose names shall appear in the Register of Members as on Saturday, 4th day of March 2023 and any recipient of this notice who has no voting rights as on the aforesaid date should treat the same as intimation only.
5. The Postal Ballot Notice is being sent to all the Members of the Company, whose names appear in the Register of Members as on the cut-off date, i.e., Saturday, 4th day of March 2023.
6. In accordance with the provisions of Section 110 of the Companies Act, 2013 and the postal ballot rules, notice of the postal ballot may be served on the members through courier. Members who have registered their e-mail ids with the Company are being sent this Notice of Postal Ballot by email and the members who have not registered their email ids will be sent the Notice of Postal Ballot along with the Postal Ballot Form by registered post or courier. Shareholders who have received the Postal ballot Notice by email and who wish to vote through Physical Ballot Form can download the Postal Ballot Form from the link [www.jayanticommercial.com](http://www.jayanticommercial.com) or seek duplicate Postal Ballot Form from the registered office of the Company, fill in the relevant details and send it to the Scrutinizer.
7. A Postal Ballot Form and a self-addressed pre-paid postage envelope are attached to this Notice. The self-addressed pre-paid postage envelope bears the address to which duly completed Postal Ballot Form are to be sent by the shareholder.
8. The date of dispatch of the notice of postal ballot will be announced through advertisements in at least 1 (one) English newspaper and 1 (one) Bengali newspaper, each with wide circulation in Kolkata, where the Registered Office of the Company is situated.

34A, Metcalfe Street, 3<sup>rd</sup> Floor, R. No. 3F, Kolkata – 700 013,

Phone: +91 33 40140100, Fax: +91 33 40140199, Email: [jayanticommercial@yahoo.com](mailto:jayanticommercial@yahoo.com), [finance@bdjgroup.com](mailto:finance@bdjgroup.com),  
[mpa@bdjgroup.com](mailto:mpa@bdjgroup.com)

# JAYANTI COMMERCIAL LIMITED

CINL51109WB1983PNC035795

9. The Shareholders are requested to carefully read the instructions and the notes and either: a) return the form duly completed in the attached self-addressed pre-paid postage envelope (the "Envelope"); or b) vote by electronic means in the manner set out herein, in each case, so as to ensure that the duly completed and signed ballot forms reach the scrutinizer on or before 10<sup>th</sup> April, 2023.
10. The Postal Ballot Notice shall be uploaded on the Company's website viz., [www.jayanticommercial.com](http://www.jayanticommercial.com) and on the website of NSDL viz., [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
11. The Scrutinizer will submit his report to the Chairman of the Board or in his absence to any other Designated Director after completion of scrutiny of postal ballot forms received and the result of the Postal Ballot shall be declared by the Chairman or any other person authorized by him not later than the closing of working hours on 12<sup>th</sup> April, 2023 at the registered office of the company at **34A, Metacalfe Street, P S Bow Bazar, Kolkata - 700013** the day on which the results of the Postal Ballot are announced by the Company would be the date on which the Special Resolution is passed. The result of the Postal Ballot shall be communicated to the Stock Exchange, announced through newspaper advertisement and hosted on the website of the company viz., [www.jayanticommercial.com](http://www.jayanticommercial.com)
12. The decision of the Scrutinizer on the validity of the votes cast through the postal ballot and remote e-voting and any other matter in this regard shall be final and binding.
13. Resolutions passed by the Members through Postal Ballot are deemed to have been passed as if they have been passed at a General Meeting of the Members.
14. Relevant documents, if any, referred to in the accompanying Notice are open for inspection by the Members at the registered office of the Company on all working day, except Sunday between 11:00 AM and 3:00 PM upto the date of announcement of the results of the Postal Ballot.
15. Instructions for casting votes using the Postal Ballot form are furnished on the reverse of the postal ballot form.
16. **THE INSTRUCTIONS FOR MEMBERS FOR E – VOTING ARE AS UNDER:**
  1. In accordance with Regulation 44 of SEBI and other applicable provisions of the SEBI (LODR) Regulations, 2015 entered into by the Company with the stock exchanges on which its equity shares are listed and Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide electronic voting ("e-voting") as an option to its members to enable them to cast their votes electronically instead of dispatching the Postal Ballot Form by post. The Company has engaged the services of NSDL to provide remote e-voting facility.
  2. The e-voting rights of the shareholders / beneficial owners shall be reckoned on the equity shares held by them as on the cut-off date i.e. 4<sup>th</sup> March 2023.

34A, Metcalfe Street, 3<sup>rd</sup> Floor, R. No. 3F, Kolkata – 700 013,

Phone: +91 33 40140100, Fax: +91 33 40140199, Email: [jayanticommercial@yahoo.com](mailto:jayanticommercial@yahoo.com), [finance@bdjgroup.com](mailto:finance@bdjgroup.com),  
[mpa@bdjgroup.com](mailto:mpa@bdjgroup.com)

# JAYANTI COMMERCIAL LIMITED

CINL51109WB1983PNC035795

3. The procedure and instructions for voting through electronic means are as under:-

**(A) In case of Members receiving the Postal Ballot Form by E-mail:**

- (i) Open e-mail and open PDF file attached with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for e-voting. Please note that the password is an initial password.
- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- (iii) Click on "Shareholder – Login".
- (iv) Insert user ID and password as initial password noted in step 3 (A) (i) above. Click "Login".
- (v) "Password change" menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of "e-Voting" opens. Click on "e-Voting: Active E-voting Cycles". Select "EVEN" (Electronic Voting Event Number) of **Jayanti Commercial Ltd.**
- (vii) Now you are ready for e-Voting as "Cast Vote" page opens.
- (viii) Cast your vote by selecting appropriate option and click on "Submit" and also click on "Confirm" when prompted.
- (ix) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (x) Once you have voted on the resolution, you will not be allowed to modify your vote.

**(B) In case of Members receiving Postal Ballot Form by Post:**

- (i) User ID and initial password is provided at the bottom of the Postal Ballot Form.
- (ii) Please follow all steps which are furnished on the reverse of the postal ballot form

**(C)** If you are already registered with NSDL for e-voting then you can use your existing user ID and password for Login to cast your vote.

**(D)** In case of any queries, you may refer to the 'Frequently Asked Questions' (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of NSDL's E-Voting website: [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

**(E)** The period for e-voting starts from 09:00 a.m. on Sunday, the 12<sup>th</sup> March, 2023 and shall end at 5:00 p.m. on Monday, the 10<sup>th</sup> April, 2023. E-voting shall be disabled by NSDL at 5:00 p.m. on Monday, the 10<sup>th</sup> April, 2023.

4. Other Instructions

- i. The e-voting period begins at 09:00 a.m. on Sunday, the 12<sup>th</sup> March, 2023 and shall end at 5:00 p.m. on Monday, the 10<sup>th</sup> April, 2023. During this period, the members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date (record date) of 4<sup>th</sup> March, 2023 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
- ii. Once the vote on a resolution is cast by the member, he shall not be allowed to change it subsequently.
- iii. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 04.03.2023.
- iv. Mr. Vivek Gupta, Practising Chartered Accountant (CP No.303408) has been appointed as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.
- v. The scrutinizer shall after the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's report of the votes cast in favour or against if any, forthwith to the Board of Directors of the Company. The results shall be declared not later than the close of working hours on Wednesday, the 12<sup>th</sup> April, 2023 at the registered office of the Company. The results declared along with the Scrutinizer's report shall be

34A, Metcalfe Street, 3<sup>rd</sup> Floor, R. No. 3F, Kolkata – 700 013,

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[mpa@bdjgroup.com](mailto:mpa@bdjgroup.com)



**JAYANTI COMMERCIAL LIMITED****CINL51109WB1983PNC035795**

placed on the Company's website [www.jayanticommercial.com](http://www.jayanticommercial.com) and on the website of NSDL viz., [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and communicated to Calcutta Stock Exchange Limited. The date of declaration of the results will be treated as the date of passing of the special resolution.

# JAYANTI COMMERCIAL LIMITED

CINL51109WB1983PNC035795

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

The equity shares of **Jayanti Commercial Ltd** ("JCL") are presently listed on the Calcutta Stock Exchange Limited ('CSE'). There has been no trading in the equity shares of the Company in CSE for the last several years. Further, the Promoters/Promoter Group of the Company collectively hold 2,17,293 equity shares of JCL (representing 45.5% of the paid-up equity share capital of JCL) and the balance 2,60,224 equity shares are held by the public shareholders (representing 54.5% of the paid-up equity share capital of JCL).

Since Trading platform is not available in CSE no purpose is served in continuing the listing of our shares with the stock exchange. The Company can also save the cost and time for compliance with various provisions of the SEBI (LODR) Regulations, 2015 and the Companies Act, 2013.

In this respect, the Promoter/Promoter Group have expressed their interest to the Board of Directors of JCL to make a voluntary delisting of the equity shares of the Company from the Calcutta Stock Exchange Limited and also to provide an exit opportunity to all the public shareholders in compliance with the provisions of the SEBI (Delisting of Equity Shares) Regulations, 2021.

In terms of Regulation 11 of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations 2021 read with the provisions of the Companies Act, 2013 and rules made thereunder, the delisting proposal requires the prior approval of the shareholders of by way of a special resolution passed through postal ballot / e-voting. Further, as per Regulation 11 of the Securities And Exchange Board of India (Delisting of Equity Shares) Regulations 2021, the special resolution passed by the shareholders shall be acted upon if and only if the votes cast by public shareholders in favour of the delisting proposal amount to atleast two times the number of votes cast by public shareholders against it.

Accordingly, the approval of the shareholders is being sought by passing a Special Resolution for delisting of the Company's equity shares from the Calcutta Stock Exchange Limited in accordance with the provisions of Securities and Exchange Board of India (Delisting of Equity Shares) Regulations 2021.

Your Directors recommend the Special Resolution for approval of the shareholders. None of the Directors of the Company, the Key Managerial Personnel and their relatives is, in any way, concerned or interested in the resolution except to the extent of their shareholding/ shareholding of their associates in the Company.

**By Order of the Board**

**For Jayanti Commercial Ltd  
For Jayanti Commercial Limited**

*Shilpa Jhunjunwala*

Authorised Signatory/Director

**Shilpa Jhunjunwala**

**Managing Director**

**DIN: 01945627**

**Place: Kolkata**

**Date: 04.03.2023**

34A, Metcalfe Street, 3<sup>rd</sup> Floor, R. No. 3F, Kolkata – 700 013,

Phone: +91 33 40140100, Fax: +91 33 40140199, Email: [jayantcommercial@yahoo.com](mailto:jayantcommercial@yahoo.com), [finance@bdjgroup.com](mailto:finance@bdjgroup.com),  
[mpa@bdjgroup.com](mailto:mpa@bdjgroup.com)

**JAYANTI COMMERCIAL LIMITED**

CINL51109WB1983PNC035795

Serial No.

**POSTAL BALLOT FORM**

[To be returned to Scrutinizer appointed by the Company]

1. Name and address of Shareholder(s) of the Sole/first named Shareholder (in block letters) :
2. Name(s) of Joint Holder(s), if any (in block letters) :
3. Registered Folio No.\* :
- (\*Applicable to Shareholders holding Shares In physical form)
4. DP ID No & Client ID No. \*\* :
- (\*\*Applicable to Shareholders holding Shares In dematerialized form)
5. Number of Shares held :
6. I/We hereby exercise my/our vote in respect of the 'Special Resolution' to be passed through postal ballot for the special business stated in the notice dated 4<sup>th</sup> March, 2023 of the Company by sending my/our assent (FOR) or dissent (AGAINST) to the said 'special resolution' by placing the tick mark (✓) in the appropriate box below:

Description of the Resolution	No. of Shares	I / We assent to the Resolution (For)	I / We dissent to the Resolution (Against)
Special Resolution pursuant to the SEBI (Delisting of Equity Shares) Regulations, 2021 for the voluntary delisting of the equity shares of the Company from the Calcutta stock exchanges where the shares of the company are listed			

**Place:****Date:**\_\_\_\_\_  
(Signature of the Member)**NOTE: Kindly read the instructions printed overleaf before filling the form.****ELECTONIC VOTING PARTICULARS**

EVEN (e-voting event number)	USER ID	PASSWORD

Please read the instructions given at Note No. 16 of the Notice of Postal Ballot carefully before voting electronically.

34A, Metcalfe Street, 3<sup>rd</sup> Floor, R. No. 3F, Kolkata – 700 013,Phone: +91 33 40140100, Fax: +91 33 40140199, Email: [jayantcommercial@yahoo.com](mailto:jayantcommercial@yahoo.com), [finance@bdjgroup.com](mailto:finance@bdjgroup.com), [mpa@bdjgroup.com](mailto:mpa@bdjgroup.com)



# JAYANTI COMMERCIAL LIMITED

CINL51109WB1983PNC035795

## INSTRUCTIONS

1. A Member entitled to vote and desirous of exercising his/her/its vote by Postal Ballot may complete this PostalBallot Form ("Form") and send it to the Scrutinizer in the attached self-addressed pre-paid envelope. Inland Postage will be borne and paid by the Company. However, any envelope containing postal ballot if deposited inperson or sent by courier at the expenses of the Member will also be accepted.
2. A member may convey his/her/its dissent in the postal ballot form. The consent of the Member must be accorded by recording the assent in the column "FOR" and dissent in the column "AGAINST" by placing a tickmark (✓) in the appropriate column. Assent or dissent received in any other form or manner will not be considered valid.
3. This Form must be completed and signed by the Member. In case of Joint-holding, this Form must be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his absence, by the next named Member. Unsigned, incomplete, improperly or incorrectly ticked Postal Ballot Forms shall be rejected.
4. The Postal ballot vote shall not be exercised by a proxy.
5. Where an authorized representative of a body corporate has signed the Postal Ballot Form, a certified copy of the relevant authorization to vote on the Postal Ballot should accompany the Postal Ballot Form.
6. Where an authorized representative of a body corporate has signed the Postal Ballot Form, a certified copy of the relevant authorization to vote on the Postal Ballot should accompany the Postal Ballot Form.
7. In case of shares held by companies, trust, societies etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of board resolution / authority. A member may sign the Postal Ballot Form through an attorney appointed specifically for this purpose, in which case an attested true copy of the power of attorney should be attached to the Postal Ballot Form.
8. Members are requested to communicate their assent or dissent in writing in the Postal Ballot Form sent herewith in accordance with these instructions in the attached self-addressed postage paid envelope, so as to reach the Scrutinizer Mr. Vivek Gupta, Practicing Chartered Accountant, 19, Ram Mohan Saha Lane, Kolkata-700006 on or before 17:00 hours of Monday, the 10<sup>th</sup> April, 2023. All Postal Ballot Forms received after this date will be treated as if reply from such member has not been received.
9. Members are requested not to send extraneous paper along with the Postal Ballot Form in the enclosed self-addressed postage prepaid envelope in as much as all such envelopes will be sent

34A, Metcalfe Street, 3<sup>rd</sup> Floor, R. No. 3F, Kolkata – 700 013,

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[mpa@bdjgroup.com](mailto:mpa@bdjgroup.com)

# JAYANTI COMMERCIAL LIMITED

CINL51109WB1983PNC035795

to the Scrutinizer and any extraneous paper found in such envelope would not be taken cognizance of and shall be destroyed by the Scrutinizer.

10. There will be one Postal Ballot Form for every Registered Folio / Client ID, irrespective of the number of joint holders.
11. A member neither needs to use all his/her/its votes nor cast his/her/its votes in the same way.
12. A member can download the postal ballot form from the Company's website or by emailing on **[jayanticommercial@yahoo.com](mailto:jayanticommercial@yahoo.com)** seek duplicate postal ballot form from the Company. However, the duly filled in and signed duplicate Postal Ballot Form should reach the Scrutinizer not later than the time and date specified above.
13. Voting rights of Members shall be in proportion to their share of the Paid-up Equity Share Capital of the Company as on 04.03.2023.
14. The Scrutinizer's decision on the validity of the Postal Ballot will be final.
15. Members are requested to fill in the Postal Ballot Form with indelible ink and not by any erasable writingmode.
16. The Company is pleased to offer e-voting facility as an alternate option, for all the Shareholders of the Company to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. E-voting is optional. The detailed procedure is enumerated under Notes to the Postal Ballot Notice.
17. Any query in relation to the proposed resolution to be passed by the Postal Ballot may be addressed to Jayanti Commercial Ltd, Shilpa Jhunhunwala, 34A, Metcalfe Street, P S Bow Bazar, Kolkata – 700013, Telephone No: - (033) 40140199 and Email id: [jayanticommercial@yahoo.com](mailto:jayanticommercial@yahoo.com).



**VIVEK GUPTA**

**Chartered Accountant**

**19, Ram Mohan Saha Lane, Kolkata - 700006, WB**

**Email: cavivekgupta.0510@gmail.com**

**Ph No. 9830705257**



31

**Date: 11<sup>th</sup> April, 2023**

**To,  
THE CHAIRMAN  
JAYANTI COMMERCIAL LTD  
34A, METCALFE STREET, 3RD FLOOR, R. NO. 3F, KOLKATA - 700 013**

Dear Sir,

**RE: CONSOLIDATED REPORT OF THE SCRUTINIZER**

**Sub: Passing of Resolution through Postal Ballot including Remote E-voting**

Pursuant to the resolution passed by the Board of Directors of **JAYANTI COMMERCIAL LTD** on **MARCH 4, 2023**, I have been appointed as a Scrutinizer to receive and scrutinize the postal ballot papers in respect of the Special Resolution as circulated in the postal ballot notice dated **MARCH 4, 2023**.

To enable wider participation of shareholders, pursuant to the provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder vide Companies (Management and Administration) Rules, 2014 and pursuant to SEBI's circular no. CIR/CFD/DIL/6/2012, dated July 13, 2012 as amended by its circular CIR/CFD/POLICYCELL/2/2014 April 17, 2014, Listed companies are required to provide e-voting facility to their shareholders, in respect of all shareholder resolutions to be passed at General Meetings or through Postal Ballot. Since **JAYANTI COMMERCIAL LTD** falls within the requirements as specified in the Companies Act, 2013 and the above mentioned Circular of SEBI, e-voting which has been made applicable, the Company has provided for the same.

**JAYANTI COMMERCIAL LTD** accordingly has made arrangements with the System Provider NSDL for providing a system of recording votes of the shareholders electronically through e-Voting. The company has also accordingly made arrangements to setup the e-Voting facility on the NSDL e-Voting website [www.evoting.nsd.com](http://www.evoting.nsd.com).

**JAYANTI COMMERCIAL LTD** has also uploaded the resolution together with the explanatory statement on which e-voting is required and for generating Electronic Voting Event Number (EVEN) by the system provider. All necessary formalities in compliance with the requirements specified by NSDL, the system provider, have been done by the Company. Necessary instructions in this regard to be followed by the shareholders have also been duly mentioned in the Postal Ballot Notice dated **MARCH 4, 2023** sent to the shareholders by Courier Service. The Register of Members was made up, for the purpose of dispatch of postal ballot to the shareholders as of 4<sup>th</sup> March, 2023.

I report that the Postal ballot Notice dated **MARCH 4, 2023** under Section 110 of the Companies Act, 2013, read with Rule 22 under the Chapter on "Management and Administration" as notified by MCA on March 27, 2014 were dispatched to the shareholders who held in physical form by Courier Service along with self-addressed prepaid Envelope.

I further report that as stated in the Notice sent to the shareholders, the Company had fixed Monday, the 10<sup>th</sup> April, 2023 (5:00 P.M.) as the last date for receipt of Postal Ballots and for E-voting.





As stated in sub rule 3 of Rule 20 under the Chapter on "Management and Administration" Rules as notified by MCA an advertisement was published by the Company in "Echo of India", English Newspaper, and "Arthik Lipi", Bengali Newspaper, on 11/03/2023, informing about the completion of dispatch of the Postal Ballot Notices, by courier to the shareholders along with other related matters mentioned therein.

I report that I have not received any Postal Ballot forms from the shareholders during the period starting from 09:00 a.m. on Sunday, March 12, 2023 till 05:00 p.m. on Monday, April 10, 2023.

Since e-voting facility was provided by NSDL, the details of the e-voting exercised by the shareholders and also the votes exercised through Postal Ballot, which were duly scrutinized and processed. While the details of the e-voting was provided by the system provider namely NSDL, the compilation by the company, in respect of Postal Ballots containing the statement of shareholder's name, folio number, postal ballot number, number of shares held, number of votes exercised, votes in favor, votes against and those votes which were rejected have been duly scrutinized.

On scrutiny, I report that all **31** Shareholders have exercised their vote through e- voting. The details of e - v o t i n g results for the item placed for consideration by the members are given below:

**Item No.1: Special Resolution pursuant to the SEBI (Delisting of Equity Shares) Regulations, 2021, as amended, for the voluntary delisting of the equity shares of the Company from the Calcutta Stock Exchange Limited where the shares of the company are listed.**

Total No. of Shareholders	31		
Total no. of shares	4,77,517		
Receipt of Postal Ballot Forms	From Sunday, March 12, 2023 till Monday, April 10, 2023.		
		Number of Votes	Number of Shares
Total votes cast through e- voting	A	31	4,77,517
Total votes cast through Postal Ballot Forms Received	B	Nil	Nil
Grand Total of e- voting/ Postal Ballot Form (A+B)	C	31	4,77,517
Less : Invalid e- voting/ Postal Ballot Forms ( On account of signature mismatch, for/ against option not indicated)	D	NIL	NIL
Net e- voting/ postal Ballot Forms (C-D)	E	31	4,77,517

Percentage of votes cast in favour: 100%, Percentage of votes cast against: NIL



**RESULTS:-**

Hence, I report that the Special Resolution under Section 110 of the Companies Act, 2013, and the Companies (Management and Administration) Rules 2014, as set out in the Notice of Postal Ballot dated MARCH 4, 2023 has been passed by the shareholders with requisite majority. The Resolution is deemed to be passed as Special Resolution on the date of the announcement of the results.

I further report that as per the Postal Ballot Notice dated MARCH 4, 2023 and the Board Resolution dated MARCH 4, 2023, any Director of the Company may declare and confirm the above results of voting by postal ballot/e-voting in respect of the special resolution and also intimate to the stock exchange. The results of Postal Ballot together with this Report would be displayed on the Company's website **www.jyanticommercial.com** and on the website of NSDL and shall also be communicated by the Company to the Calcutta Stock Exchange Limited.

I further report that the provisions of Rule 22 of the Companies (Management and Administration) Rules 2014 have been duly complied by the Company and as per the said Rules, the records maintained by the Company including the data as obtained from NSDL - the System provider - for the e-voting facility recording the consent or otherwise received from the shareholders, ballot papers and other related papers are in my safe custody which shall be handed over to the Director of the Company.

**NOTES:-**

- (i) Invalid vote was not taken into account for counting of votes.
- (ii) Votes cast in favor or against has been considered on the basis of number of shares held as on the date reckoned for the purpose of postal ballot or the number of shares mentioned in the postal ballot whichever is less.
- (iii) There is no case where the shareholder holding shares has voted both through Postal Ballot as well as through e-Voting. The votes cast through e-voting have been considered valid pursuant to Rule No. 22 read with Rule No. 20 of the Companies (Management and Administration) Rules, 2014.
- (iv) Summary of E-Voting / Postal Ballot Result is Annexed Separately to this Report.



*Vivek Gupta*

**VIVEK GUPTA**  
**CHARTERED ACCOUNTANT**  
**M.NO. 303408**  
**UDIN: 23303408BGXVKO7279**

**DATE: 11<sup>TH</sup> APRIL, 2023**  
**PLACE: KOLKATA**

**WITNESS:**

1) *Dipak Sharma*  
Add: 390/41 Belilious Road  
Howrah - 1

*YD* Name .. *Yogesh Daga*  
Add: 23 Kabir Road  
Kol-26.



**ANNEXURE**

**SUMMARY OF E-VOTING / POSTAL BALLOT RESULT**

Pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the approval of the shareholders was sought by way of E-voting / Postal Ballot for the following Special Resolution:

**"RESOLVED THAT** subject to the provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and the rules framed thereunder), the Securities Contract (Regulation) Act, 1956 and the rules framed thereunder, Regulation 44 of SEBI and other applicable provisions of the SEBI (LODR), Regulations, 2015 entered with The Calcutta Stock Exchange Limited ('CSE'), The Securities And Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 or any amendment(s) or modification(s) or re-enactment(s) thereof, and subject to such approvals, permissions and sanctions, as may be necessary, and subject to compliance with other statutory formalities and subject to such conditions and modifications as may be prescribed or imposed by any authority including Securities and Exchange Board of India, Reserve Bank of India, CSE, etc. while granting such approvals, permissions or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board") or persons authorized by the Board, the consent of the shareholders of the Company be and is hereby accorded to the Board to voluntarily delist the equity shares of the Company from The Calcutta Stock Exchange Limited i.e. the only stock exchanges where the shares of the Company are presently listed."

**"RESOLVED FURTHER THAT** the authorized Board of Directors / persons authorized by the Board of Directors be and are hereby on behalf of the Company to do all such acts, deeds, matters and things which they may consider proper and desirable to give effect to the aforesaid resolution, including making applications to the CSE seeking their in principle and final approval for the proposed voluntary delisting of the equity shares of the Company, which it may consider proper and desirable and settle any question, difficulties or doubts that may arise in regard to delisting of the equity shares of the Company from The Calcutta Stock Exchange Limited."

The Company had availed the e-voting facility offered by NSDL for conducting e-voting for the Shareholders of the Company. The Company has also provided voting by physical Postal Ballot Form along with a self-addressed postage pre-paid envelope to all the Shareholders of the Company. Further, the shareholders holding shares as on the "cut-off" date of 4<sup>th</sup> March, 2023 were entitled to vote on the proposed resolution as set out in the Postal Ballot Notice dated MARCH 4, 2023.

Accordingly, the e-voting period remained open from 12<sup>th</sup> March, 2023 at 09:00 AM and ended on 10<sup>th</sup> April, 2023 at 5:00 PM and the E-voting module was disabled by the NSDL thereafter. Votes cast through physical Postal Ballot Forms received upto 5:00 PM of 10<sup>th</sup> April, 2023 were considered.





Result of the voting conducted through e-voting / Postal Ballot on the Special Resolution is as under:

**Details of Agenda:**

Resolution required: (~~Ordinary~~/Special)

Mode of voting: (~~Show of hands / Poll~~ / Postal Ballot /E-voting)

In case of ~~Poll~~ / Postal Ballot / E-voting:

Summary of result of E-voting / Postal Ballot								
Sl. No	Promoter / Public	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
1	Promoter & Promoter Group	2,17,293	2,17,293	100%	2,17,293	NIL	100 %	NIL
2	Public – Others	2,60,224	2,60,224	100%	2,60,224	NIL	100 %	NIL
3	<b>TOTAL</b>	<b>4,77,517</b>	<b>4,77,517</b>	100%	<b>4,77,517</b>	<b>NIL</b>	<b>100 %</b>	<b>NIL</b>



**Details of Public Shareholders who cast their Votes in this Postal Ballot Notice for delisting matter**

Sl.No	Name of Shareholder	No. of Shares Held	Favour	Against
1	ALOK KUMAR JAIN	5000	5000	
2	BAJRANG LAL MALL	100	100	
3	BHOJRAJ BAID	3000	3000	
4	DHANRAJ GELERA	2000	2000	
5	DILIP KUMAR AGARWAL	4000	4000	
6	JAGDISH PRASAD PHUSHKANIA	4000	4000	
7	MADAN MOHAN DAMANI	100	100	
8	MIRA BHATTACHARJEE	100	100	
9	MAHENDRA SINGH BAID	3000	3000	
10	MANOJ KUMAR BAID	23333	23333	
11	MANISHA BAID	2000	2000	
12	MANISHA AGARWAL	4000	4000	
13	MANISHA KEDIA	4000	4000	
14	RAJAT BAID	2000	2000	
15	RITIKA BAID	2000	2000	
16	RATNI DEVI AGARWAL	4000	4000	
17	G.K.INVESTMENTS LTD.	16000	16000	
18	UTTAM COMMERCIAL COMPANY LTD.	35017	35017	
19	MURARI INVESTMENT & TRADING COMPANY LTD.	67000	67000	
20	ALKAN FISCAL SERVICES PVT LTD	23500	23500	
21	ROCKY DISTRIBUTORS PVT LTD	917	917	
22	VISION PROJECTS AND FINVEST PVT LTD	55157	55157	



**VIVEK GUPTA**  
**CHARTERED ACCOUNTANT**  
**M.NO. 303408**  
**UDIN: 23303408BGXVKO7279**

**PLACE: KOLKATA**  
**DATE: 11<sup>th</sup> April, 2023**

# Training session for counting duty for panchayat elections

# Bihar CM Nitish Kumar's visit to Bihar CM Ni Lalu in Delhi

Executive Officer, NDITA

## TENDER NOTICE

Tenders are hereby invited by the undersigned for Repairing and Construction of building, Pilet, water supply, Concrete ad. Pl visit wbtenders.gov.in. For more details please contact Kulti Gram Panchayat, Kulti Gram Panchayat, NIT No.- 16,17, 19, / KUL/ S24PGS / 2023; 06.04.2023 Last Date of Submission - 14/04/2023

Executive Officer  
Kulti Gram Panchayat

KULTI GRAM PANCHAYAT, KAITI-BA BURDWAN (Under Raina-II Panchayat Samity) Sealed e-tender invited by the Pradhan, Kaiti Gram Panchayat from bonafied and experience Contractor for Kaiti G.P. 15 FN Un Tied, Tied (eNIT No-14) Date-10/04/23, Vide Memo 9/KGP to 162/KGP, Date-10/04/23. For further details please visit at www.tender.gov.in GP Pradhan, Kaiti Gram Panchayat

**JAYANTI COMMERCIAL LTD**  
CIN: L51109WB1983PLC035795  
Regd. Office: 34A, Metcalfe Street, 3rd Floor, R. No. 3F, Kolkata - 700 013  
Phone: +91 33 40140100, Fax: +91 33 40140199,  
E-mail: jayanticommercial@yahoo.com, Website: www.jayantcommercial.com

**RESULT OF POSTAL BALLOT AND E-VOTING**  
It is hereby informed that Pursuant to the Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (as amended), the Company had sent notice of Postal Ballot dated 4th March, 2023 for seeking Approval of the Shareholders by passing Special Resolution through Postal Ballot and Remote E-voting for Special Business listed therein on 10th March, 2023. Based on the Scrutinizer's Report dated 11th April, 2023, the Chairman has declared the Results of Postal Ballot as under:

Item No.	Brief Particulars of Special Resolution	Total no. of Valid Votes	Mode	Total Votes Cast In favour		Total Votes Cast Against	
				No. of Shares	% of Votes	No. of Shares	% of Votes
1	Special Resolution pursuant to the SEBI (Delisting of Equity Shares) Regulations 2021 as amended for the voluntary delisting of the equity shares of the Company from the Calcutta Stock Exchange Limited where the shares of the company are listed.	31	Physical Electronic Total	NIL 4,77,517 4,77,517	NIL 100% 100%	NIL NIL NIL	NIL NIL NIL

Accordingly, the above Special Resolution has been passed with requisite majority. The date of declaration of results of Postal Ballot and E-Voting i.e. 11th April, 2023 but 10th April, 2023 will be considered to be the date of passing of the Resolution. The result of Postal ballot and E-Voting has been displayed on the website of the NSDL and has also been posted on the Company's website www.jayantcommercial.com along with the Scrutinizer's Report and communicated to the Stock Exchange where the shares of the Company are listed.

By Order of the Board  
FOR JAYANTI COMMERCIAL LTD  
Sd/-  
SHILPA JHUNJHUNWALA  
MANAGING DIRECTOR  
DIN: 01945627

Date : 12.04.2023  
Place : Kolkata

## Current political

Hd. Qrs. Office (5th Floor), New Administrative Building, Kolkata-700043 for and on behalf of the Board of Directors which have been uploaded on website www.jayantcommercial.com will be closed at 14.00 hrs. Sl.No.; Tender No. & EMD required or not, if yes pl. 1; IF235169; 28.04.2023; AAR Approved Contract No. 1; 6½"x9" complete for use on freight stock Bogies (Narrow Jaw) for 25t axle load application Spec AB\_RB\_41\_2016 Rev\_1 or latest; 1251 Brake Cylinder with Hand Brake Cable (Known as in Slack Adjuster for BMBS with Hand Brake Cylinder) No. WD-08095-S-01, Alt: Nil or latest, Material Specification No. WD-23-BMBS-2008, (Rev. 1) with American Standard Specification No. 50,080. 3; IG235315; 01.05.2023; Supply as per detailed material/Electrical Specification No. 4; 76225005; 06.05.2023; Electric Welding Machine Specification enclosed in Annexure-A; 20 nos Dump Valve. Drawing No: FTRTIPL Part No. II 34552/15024 or similar. Material & Specification No. 5; 91,330. 6; 31235001A; 08.05.2023; Air Brake Part No. 1.1.5001 or equivalent Kailash Part No. M/s. KBIL Part No. 8.000.8.923.728.5 Or For M/s. Buran 10 Motor Compressor with 6 Pole 4 nos & ₹ 1,38,840. 7; 60230073; 04.05.2023 supply of improved switch expansion joints (of type [with 65mm maximum gap] [with latest alteration] B.G. 60 Kg UIC Rail on PSC sleeper complete set) No. 8; 80233061; 08.05.2023; Transformers oil filling capacity 60296-2003 and CLW Specification No. CLW/2003. Tender must enclose the latest detail of make and three phase Locomotives as approved by RDSO. Tenderers may visit website www.tenders.gov.in for details of the tenders and submit their bids online. In case of any queries, they may be accepted. N.B: Prospective Bidders are invited to participate in all other tenders.



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# লিপি

কলকাতা, বুধবার, ১২ এপ্রিল, ২০২৩  
 Kolkata-Wednesday-12 April, 2023  
 Arthik Lipi, Page 7

## ১৫টি শহর সাভে

### জয়ন্তী কমার্শিয়াল লিমিটেড

CIN: L51109WB1983PLC035795

রেজি. অফিস: ৩৪এ, মেটকাফে স্ট্রিট, ৪র্থ তল, কলকাতা-৭০০০১৩

Phone No.: +৯১ ৩৩৪০১৪০১০০, ফ্যাক্স: +৯১ ৩৩৪০১৪০১৯৯,

E-mail: jayantcommercial@yahoo.com, Website: www.jayantcommercial.com

#### ফলাফলের বিবরণী

একদিকে জানান যাচ্ছে যে কোম্পানিক অফিস, ২০১৩-র ব্যাংক ১১০ বা কোম্পানিক (ম্যানেজমেন্ট অ্যান্ড অ্যান্ডারস্ট্যান্ডিং) কলন, ২০১৪ (বেসন সংশোধিত) পঠিত, নিম্ন অনুসারে ৪ মার্চ, ২০২৩ তারিখে কোম্পানি বিশেষ ব্যবসায়িক প্রজ্ঞাব সম্বন্ধিত পোস্টাল ব্যালট নোটিশ পাঠিয়েছে শেয়ারহোল্ডারদের যার উদ্দেশ্য হচ্ছে ৩ই সব বিশেষ ব্যবসায়িক প্রজ্ঞাবে পোস্টাল ব্যালট অধিকা মুম্বইয়ান থেকে ই-ভোটিং-এর মাধ্যমে শেয়ারহোল্ডারদের ১০ মার্চ, ২০২৩ তারিখে অনুমোদন লাভ করা। ফুটনাইকার ১১ এপ্রিল, ২০২৩ তারিখে যে রিপোর্ট পেশ করেছেন তার উপরে ভিত্তি করে মোদরমান পোস্টাল ব্যালটের ফলাফল ঘোষণা করেছেন বা নিম্নরূপ।

স্লাইট নং	সভার গৃহীত বিশেষ প্রজ্ঞাব সংক্ষেপে বিবরণ	মোট বৈধ ভোটার সংখ্যা	মুদ্রিত ভোট	পক্ষে পড়া মোট ভোট		বিপক্ষে পড়া মোট ভোট	
				শেয়ার সংখ্যা	ভোটার শতাংশ	শেয়ার সংখ্যা	ভোটার শতাংশ
১	সেবি (ডিলিগিটাইং অফ ইকুইটি শেয়ারস) সেকুলেশন ২০২১-এর সংশোধিত নিয়ম অনুযায়ী শেয়ার কাপলকটা স্টক একচেঞ্জ লিমিটেড, যেখানে কোম্পানির শেয়ার নথিভুক্ত সেখান থেকে অনধিকৃতকরণের জন্য।	৩১	ডিলিগিটাইড কৌশলিন মোট	৪৭৭৪১৭ ৪৭৭৪১৭	১০০% ১০০%	০ ০	০% ০%

সেইসঙ্গে, উপরিস্থিত প্রজ্ঞাব সংখ্যাবিক সাংস্কার অনুমোদনক্রমে গৃহীত প্রজ্ঞাবে পোস্টাল ব্যালট এবং ইভোটিংয়ের ফলাফল ১১ এপ্রিল, ২০২৩ তারিখে প্রকাশিত হওয়ার কথা ছিল, কিন্তু ১০ এপ্রিল ২০২৩ তারিখে প্রজ্ঞাব পাশ হয়েছে। পোস্টাল ব্যালট এবং ইভোটিংয়ের ফলাফল একত্রিতভাবে এবং ওয়েবনাইটে প্রকাশিত হবে বা কোম্পানি ওয়েবসাইট [www.jayantcommercial.com](http://www.jayantcommercial.com) এর সঙ্গে ফুটনাইকারের প্রতিবেদন এবং ফলাফল পাওয়া যাবে যেখানে কোম্পানির শেয়ার নথিভুক্ত আছে।

স্বাক্ষরিত কোম্পানির

জয়ন্তী কমার্শিয়াল লিমিটেডের পক্ষে

স্ব/

শিলা কুমারগুপ্তা

ম্যানেজিং ডিরেক্টর

DIN: 01945627

তারিখ: ১২.০৪.২০২৩

স্থান: কলকাতা

NIQ No.-01 of 2023-  
 Executive Engineer,  
 Highway Planning Divi  
 W. (Roads) Directo  
 hereby invited for  
 number of work. Last  
 application 17.04.20  
 13.00 hrs. For NIQ a  
 details visit in this offic  
 board.

Sd/-

Executive Engin  
 Western Highw  
 Planning Divisio  
 P. W. (Roads) Direc

Proadhan Juranpur  
 Panchayat invites E  
 from the bonafide  
 resourceful bidders  
 NIT 01AND NIET 0  
 Juranpur GP/Nadia/  
 Sale start date: 11/04/2  
 end date 18/04/23. F  
 opening 30.04.23 fo  
 detail follow websi  
 contact at office.

Sd/-

Proadhan  
 Juranpur G P

**JAYANTI COMMERCIAL LIMITED**

CINL51109WB1983PLC035795

**CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED THROUGH POSTAL BALLOT/ E-VOTING BY THE SHAREHOLDERS OF JAYANTI COMMERCIAL LTD, THE RESULTS OF WHICH WAS DECLARED ON 10.04.2023 AT 5:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY.**

“**RESOLVED THAT** subject to the provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and the rules framed thereunder), the Securities Contract (Regulation) Act, 1956 and the rules framed thereunder, Regulation 44 of SEBI and other applicable provisions of the SEBI (LODR) Regulations, 2015 entered with The Calcutta Stock Exchange Limited (“CSE”), The Securities And Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 or any amendment(s) or modification(s) or re-enactment(s) thereof, and subject to such approvals, permissions and sanctions, as may be necessary, and subject to compliance with other statutory formalities and subject to such conditions and modifications as may be prescribed or imposed by any authority including Securities and Exchange Board of India, CSE, etc. while granting such approvals, permissions or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as “the Board”) or persons authorized by the Board, the consent of the shareholders of the Company be and is hereby accorded to the Board to voluntarily delist the equity shares of the Company from The Calcutta Stock Exchange Limited i.e. the only stock exchange where the shares of the Company are presently listed.”

“**RESOLVED FURTHER THAT** the Board of Directors / persons authorized by the Board of Directors, Chief Financial Officer and Company Secretary be and are hereby authorized on behalf of the Company to do all such acts, deeds, matters and things which they may consider proper and desirable to give effect to the aforesaid resolution, including making applications to the CSE seeking their in principle and final approval for the proposed voluntary delisting of the equity shares of the Company, which it may consider proper and desirable and settle any question, difficulties or doubts that may arise in regard to delisting of the equity shares of the Company from The Calcutta Stock Exchange Limited.”

**CERTIFIED TO BE TRUE COPY  
FOR JAYANTI COMMERCIAL LIMITED**



**AAKRITI JHUNJHUNWALA  
DIRECTOR  
DIN: 07541653**



34A, Metcalfe Street, 3<sup>rd</sup> Floor, R. No. 3F, Kolkata – 700 013,

Phone: +91 33 40140100, Fax: +91 33 40140199,

Email: [javanticommercial@yahoo.com](mailto:javanticommercial@yahoo.com), [finance@bdjgroup.com](mailto:finance@bdjgroup.com), [mpa@bdjgroup.com](mailto:mpa@bdjgroup.com)

**MINISTRY OF CORPORATE AFFAIRS**

**RECEIPT**

**G.A.R.7**

**ANNEXURE**

**IX**

**SRN:** AA1916330/ BharatKoshOrderId :1-6610145536

**Service Request Date:**

17/04/2023

**SRN Date:** 14/04/2023 16:13:11

**RECEIVED FROM:**

**Name:** ROUNAK NAHATA

**Address:** 31 Block-A Bangur Avenue, , Jessore Road, Jessore Road, West Bengal, 700055

**ENTITY ON WHOSE BEHALF MONEY IS PAID**

**LLPIN/CIN/DIN:** L51109WB1983PLC035795

**Name:** JAYANTI COMMERCIAL LTD

**Address:** 34A METACALFE SDTREET P S BOW BAZAR, , KOLKATA, , West Bengal, 000000

**FULL PARTICULARS OF REMITTANCE**

**Service Type:** eFiling

Service Description	Type of Fee	Amount (Rs.)
Fee for MGT-14	Normal	500
	Additional	0
<b>Total</b>		<b>500</b>

**Mode of Payment:** Online

**Received Payment Rupees:** Five Hundred Rupees Only.

Note: The defects or incompleteness in any respect in this application as noticed shall be placed on the Ministry's website(www.mca.gov.in). In case the application is marked as RSUB, please resubmit the application within the due date. Please track the status of your transaction at all times till it is finally disposed off. (please refer Rule 10 of the Companies (Registration offices and Fees) Rules, 2014)

For Jayanti Commercial Limited

*Shilpa Thuyhuvwala*

Authorised Signatory/Director



**Form No. MGT-14**

Form language

 English
  Hindi
**Filing of Resolutions and agreements to the Registrar**

[Pursuant to 117(1) of The Companies Act, 2013  
and Rule 24 of The Companies  
(Management and Administration) Rules, 2014]

Refer instruction kit for filing the form

All fields marked in \* are mandatory

**Company Information**

1(a) \*Corporate Identity Number (CIN) of the company

L51109WB1983PLC035795

2(a) \*Name of the Company

JAYANTI COMMERCIAL LTD

(b) \*Address of the registered office of the company

 34A METACALFE SDTREET  
P S BOW  
BAZAR, KOLKATA, India

(c) \*Email ID of the company

jayanticommercial@yahoo.com

**Type and details of resolution****3 \*Registration of** Resolution(s) Agreement Postal ballot resolution(s) under Section 110

4(a) Date of dispatch of notice for passing of resolution(s) (DD/MM/YYYY)

(b) Date of passing of resolution(s) (DD/MM/YYYY)

5(a) Date of dispatch of notice for passing of postal ballot resolution(s) (DD/MM/YYYY)

10/03/2023

(b) Date of passing of postal ballot resolution(s)

10/04/2023

**Information about resolution**

6 Number of resolution(s) for which the form is being filed

1

For Jayanti Commercial Limited

Shilpa Thunghunwala..

Authorised Signatory/Director

## 1 Details of the resolution

(a) (i) Purpose of passing the resolution

Others under Companies Act, 2013

(a) (ii) Type of allotment of securities

- i Issue of sweat equity shares       ii Issue of further shares to employees under scheme of employees stock  
 iii Preferential or Private allotment       iv Issue of debentures with an option to convert such debentures into shares  
 v Issue of bonus shares       vi Issue of preference shares       vii Others

(b) (i) Section of the Companies Act, 2013 under which passed

(b) (ii) Section of the Insolvency and Bankruptcy Code, 2016 under which

(c) (i) If others, Mention the section of the Companies Act, 2013 under which passed

Others under Companies Act, 2013

(c) (ii) If others, Mention the purpose of passing the resolution

Delisting of Equity Shares

(d) (i) If others, Mention the section of the Insolvency and Bankruptcy Code, 2016 under which passed

(d) (ii) If others, Mention the purpose of passing the special resolution

(e) Subject matter of the resolution

Special Resolution pursuant to the SEBI (Delisting of Equity Shares) Regulations, 2021 for voluntary delisting of Equity Share of the Company from the Calcutta Stock Exchange where the shares of the Company are listed.

(f) Mention whether resolution passed by postal ballot

 Yes       No

(g) Indicate the authority passing or agreeing to the resolution

- Board of directors       Shareholders       Class of shareholders       Creditors

(h) Whether ordinary or special resolution or with requisite majority

- Ordinary resolution       Special resolution       Requisite majority

For Jayanti Commercial Limited  
*Shilpa Thunghunwala*  
 Authorised Signatory/Director

**Purpose of filing (Alteration in object Clause)**

7(a) Is there any change in the industrial activity of the company

 Yes No

(b) Search and select industry sub-class

(c) Main Sub-class of industrial activity of the company

(d) Description of the main sub-class

**8 Provide the following details of liquidation**

(a) Date of commencement of voluntary liquidation (DD/MM/YYYY)

(b) Number of liquidator (s)

**(c) Details of Liquidator**

(i) Name

(ii) income-tax permanent account number (Income-tax

(iii) IBBI Registration No.

(iv) Mobile No.

(v) Email ID

(vi) Address

Address Line1

Address Line2

Country

Pin Code/Zip code

Area/Locality

City

District

State/ UT

For Jayanti Commercial Limited

Page 3 of 6

*Shilpa Thunjhunwala..*  
 Authorised Signatory/Director



**9 Details of agreement**

(a) Date of agreement

(b) Mention the section of the Companies Act, 2013 under which the agreement is entered

(c) Mention the purpose for which the agreement is entered

(d) Subject matter of the agreement

(e) Indicate the authority adopting the agreement

 Board of directors Shareholders Class of shareholders Creditors

10 Service request number(SRN) of Form INC-28

11 Service request number(SRN) of RUN Form

**Attachments**

1 Copy(s) of resolution(s) along with copy of explanatory statement under section 102

Special Resolution  
10.04.2023 JCL  
alongwith Explanatory  
Statement.pdf

2 Copy of agreement

MAX 2MB

3 Optional attachment(s) - if any

MAX 2MB

**Declaration**

I am authorised by the Board of Directors of the Company vide resolution no \*  dated (DD/MM/YYYY) \*  to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form. It is also certified that copy of the resolution(s) or agreement(s) filed herewith is or are a true copy(s) of the original.

3 Any application, writ petition or suit had not been filed regarding the matter in respect of which this petition/application has been made, before any court of law or any other authority or any other Bench or the Board and not any such application, writ petition or suit is pending before any of them.

I further declare that .....

"The amendments done in Articles of Association ('AoA') and / or Memorandum of Association ('MoA') are restricted to the purpose(s) selected in the form above.

For Jayanti Commercial Limited

Shilpa Thunjhunwala.  
Authorised Signatory/Director

**\*To be digitally signed by**

CHANDRA Digitally signed by  
NATH CHANDRA NATH  
BANERJEE Date: 2023.04.17  
10:13:04 +05:30

**\*Designation**

(Director/ Manager/ Secretary/Company Secretary/CEO/CFO/ Insolvency Resolution professional (IRP)/ Resolution professional (RP)/Liquidator)

Company Secretary

**\*Name of Director/ Manager/ Secretary/Company Secretary/CEO/CFO/ IRP/RP/Liquidator**

**\*Director identification number of the director; or DIN or PAN of the manager or CEO or CFO or Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator; or Membership number of the Company secretary**

9859

**Certificate by Practicing Professional**

I declare that I have been duly engaged for the purpose of certification of this form, it is here by certified that I have gone through the provisions of the Companies Act, 2013 and rules thereunder for the subject matter of this form and matters incidental thereto and I have verified the above particulars (including attachment(s)) from the original/certified records maintained by the Company/ applicant which is subject matter of this form and found them to be true, correct and complete and no information material to this form has been suppressed. I further verify that:

- i The said records have been properly prepared, signed by the required officers of the Company and maintained as per the relevant provisions of the Companies Act, 2013 and were found to be in order;
- ii All the required attachments have been completely and legibly attached to this form.

**To be digitally signed by**

POOJA Digitally signed by  
BANSAL POOJA BANSAL  
Date: 2023.04.17  
11:03:04 +05:30

- Chartered accountant (in whole-time practice) or
- Cost accountant (in whole-time practice) or
- Company secretary (in whole-time practice)

Whether associate or fellow:

- Associate
- Fellow

Membership number

Certificate of practice number

18524

**Note: Attention is drawn to provisions of Section 448 and 449 which provide for punishment for false statement / certificate and punishment for false evidence respectively.**

**This eForm has been taken on file maintained by the registrar of companies through electronic mode and on the basis of statement of correctness given by the company.**

For Jayanti Commercial Limited  
Shilpa Thengharwale  
Authorised Signatory/Director

**For office use only:**

e-Form Service request number (SRN)

AA1916330

e-Form filing date(DD/MM/YYYY)

14/04/2023

**Digital signature of the authorising officer**

This e-Form is hereby registered

Date of signing(DD/MM/YYYY)

For Jayanti Commercial Limited  
*Shilpa Thenghunwala*  
Authorised Signatory/Director





February, which approved the HP-DAM Electricity Authority borrowings. The DISCOM will be able to borrow more than the HP-DAM was part of the DISCOMs. Electricity Authority

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THE ECHO OF INDIA-KOLKATA  
Saturday-March 11, 2023

48

# AIIMS like institute to be set up in Pasighat, Govt tells Assam

ITANAGAR, MARCH 10/- establishment of AIIMS like proposal will

**JAYANTI COMMERCIAL LTD**  
34, METACALFE STREET, PS BOW BAZAR, KOLKATA-700013  
Email: jayantcommercial@yahoo.com, Phone: (033)-4014-0199  
CIN: L51109WB1983PLC035795, Website: www.jayantcommercial.com

**NOTICE TO MEMBERS**

Notice is hereby given to the Members that the Company has completed the dispatch of postal ballot notices Under Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, along with postal ballot form and self-addressed pre-paid postage envelope on 10th March, 2023 through courier to the members whose names appear in the register of members as on Saturday, 4th March, 2023 ("Cut-off date") in relation to resolution for seeking approval of the shareholders for the proposed voluntary delisting of the equity shares of the company from the Calcutta Stock Exchange Limited in accordance with the provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 and applicable law ("the proposed resolution") by postal ballot including e-voting by electronic means.

As required by Regulation 44 of SEBI (LODR) Regulations, 2015, the Company has engaged the services of National Securities Depository Limited to provide e-voting facility to the members of the Company.

The Voting through Postal Ballot, including E-voting would commence on 12th March, 2023. The Notice and Postal Ballot Form is also available on the website of the company viz., www.jayantcommercial.com or on the website of NSDL viz., www.evoting.nsdl.com.

The Board of Directors of the Company has Appointed Mr. Vivek Gupta, Practicing Chartered Accountant as "SCRUTINIZER" for conducting the Postal Ballot in a fair and transparent manner. The members are requested to note that the physical Postal Ballot form duly completed and signed should be reached to the Scrutinizer on or before Monday, 10th April, 2023 by 5:00 P.M.

The Voting facility shall be available from Sunday, 12th March, 2023 from 9:00 A.M. to Monday, 10th April, 2023 till 05:00 P.M. All Postal Ballot Forms/electronic votes received after the said date will be treated as reply from such member has not been received. In case a member votes through E-Voting facility as well as send his vote through physical vote, the vote cast through E-voting shall only be considered by the Scrutinizer.

The result of the Postal Ballot shall be announced on Tuesday, 11th April, 2023 at the registered office of the company. The results declared along with the Scrutinizer's Report will be available on the Company's website viz. www.jayantcommercial.com and shall also be communicated to Calcutta Stock Exchange Limited where the shares of the company are listed. For and query regarding the voting by Postal Ballot including E-voting, please send an e-mail at jayantcommercial@yahoo.com.

By Order of the Board  
For Jayanti Commercial Ltd  
Sd/-  
Shilpa Jhunjhunwala  
Managing Director  
DIN: 01945827

Place : Kolkata  
Date : 11.03.2023

www.ups.gov.in  
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Sr. No.	Name of Co-Borrower
1	1) Ms. Basanti Mr. Indrajit Bisw 8, Balai Mistri I And Also at: M it's Proprietor 1 Kumar Biswas Shibpur, Howrah Biswas, S/o. Pr M/s. Basanti St Lane, Howrah, W Indrajit Biswa: Proprietor of M/s Sekh Para Lane Garden, Howra Basanti Biswas





पश्चिम बंगाल WEST BENGAL

To

The Calcutta Stock Exchange Limited  
7 Lyons Range  
Kolkata - 700 001



AP 150591

### LETTER OF UNDERTAKING

I, Shilpa Jhunjhunwala, daughter of Shri Rajendra Prasad Chowdhury, residing at 12, Murlidhar Sen Lane, Colootola, Chittaranjan Avenue, Kolkata - 700073, Managing Director of JAYANTI COMMERCIAL LTD, a company incorporated under the provisions of the Companies Act, 1956 and having its registered office at 34A, Metcalfe Street, 3rd Floor, R. No. 3F, Kolkata - 700 013 for and on behalf of the said Company hereby undertake in connection with the delisting of equity shares of the said Company from the Calcutta Stock Exchange Limited that there is no Investor Grievance pending with the Company. I also undertake that if subsequent to the delisting of the equity shares of the Company any such Investor Grievance is received the same shall at all times be redressed satisfactorily by the Company and its promoters.

CERTIFIED TRUE COPY

For and on behalf of

JAYANTI COMMERCIAL LTD

For Jayanti Commercial Limited

*Shilpa Jhunjhunwala*

Authorised Signatory/Director

Shilpa Jhunjhunwala

Managing Director

DIN: 01945627

Place: Kolkata

Date: 19/04/23

REKHA TEWARI  
NOTARY  
Regn. No. = 10288/13  
C.M.J.S. Court  
Kolkata - 700 001

ATTESTED BY ME

*Rekha Tewari*  
REKHA TEWARI  
NOTARY  
Regn. No. = 10288/13  
C.M.J.S. Court  
Kolkata - 700 001

19 APR 2023





पश्चिम बंगाल पश्चिम बंगाल WEST BENGAL

AP 150594



**LETTER OF UNDERTAKING**

I, Anuj Jhunjhunwala, son of Shri Suresh Jhunjhunwala, residing at 12, Murlidhar Sen Lane, Colootola, Chittaranjan Avenue, Kolkata - 700073, a promoter of JAYANTI COMMERCIAL LTD, having its registered office at 34A, Metcalfe Street, 3rd Floor, R. No. 3F, Kolkata - 700 013 hereby undertake in connection with the delisting of equity shares of JAYANTI COMMERCIAL LTD from the Calcutta Stock Exchange Limited that the price offered / to be offered for the delisting of the equity shares of JAYANTI COMMERCIAL LTD shall not be less than the price arrived at in consultation with the Merchant Banker.

*(Handwritten signature of Anuj Jhunjhunwala)*

(Anuj Jhunjhunwala)

Place: Kolkata

Date: 19/04/23

REKHA TEWARI  
NOTARY  
Regn. No. - 10288/13  
C.M.M.'s Court  
Kolkata - 700 001

19 APR 2023

ATTESTED BY ME

*(Handwritten signature of Rekha Tewari)*  
REKHA TEWARI  
NOTARY  
Regn. No. - 10288/13  
C.M.M.'s Court  
Kolkata - 700 001

19 APR 2023





पश्चिम बंगाल पश्चिम बंगाल WEST BENGAL

AP 150592

To  
The Calcutta Stock Exchange Limited  
7 Lyons Range  
Kolkata - 700 001



### LETTER OF UNDERTAKING

I, Shilpa Jhunjhunwala, daughter of Shri Rajendra Prasad Chowdhury, residing at 12, Murlidhar Sen Lane, Colootola, Chittaranjan Avenue, Kolkata - 700073, Managing Director of JAYANTI COMMERCIAL LTD, a company incorporated under the provisions of the Companies Act, 1956 and having its registered office at 34A, Metcalfe Street, 3rd Floor, R. No. 3F, Kolkata - 700 013 for and on behalf of the said Company hereby undertake in connection with the delisting of equity shares of the said Company from the Calcutta Stock Exchange Limited that there is no pending legal case against the said Company which could have a material effect on the Company and / or its shareholders.

**CERTIFIED TRUE COPY**

For and on behalf of  
JAYANTI COMMERCIAL LTD

For Jayanti Commercial Limited  
*Shilpa Jhunjhunwala*

Authorised Signatory/Director

Shilpa Jhunjhunwala  
Managing Director  
DIN: 01945627  
Place: Kolkata  
Date: 19/04/23

REKHA TEWARI  
NOTARY  
Regn. No. - 10288/13  
G.M.M.'s Court  
Kolkata - 700 001

ATTESTED BY ME

*Rekha Tewari*  
REKHA TEWARI  
NOTARY  
Regn. No. - 10288/13  
G.M.M.'s Court  
Kolkata - 700 001

19 APR 2023





**POOJA BANSAL**  
Practicing Company Secretary  
Membership No. 50458  
COP No. 18524

ANNEXURE  
XIV

52

Flat No. F1, 5th floor, Respect Home,  
Andul Road, Halderpara, Podrah,  
Howrah - 711109  
Email Id- [pujab35@gmail.com](mailto:pujab35@gmail.com)  
Contact No. 9038589527

**RECONCILIATION OF SHARE CAPITAL AUDIT**

**Under Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018 read with Regulation 12(2) of SEBI (Delisting of Equity Shares) Regulations, 2021**

1.	For Six Months	25.08.2022 to 25.02.2023	
2.	ISIN	INE730C01010	
3.	Face value	Rs.10/-	
4.	Name of the Company	JAYANTI COMMERCIAL LTD	
5.	Registered Office Address	34A, METACALFE STREET, P S BOW BAZAR, KOLKATA - 700013	
6.	Correspondence Address	34A, METACALFE STREET, P S BOW BAZAR, KOLKATA - 700013	
7.	Telephone & Fax Nos.	Tel : 033 4014 -0100 Fax : +91 33 4014 - 0199	
8.	Email address	jayanticommercial@yahoo.com	
9.	Names of the Stock Exchanges where the Company's securities are listed :	THE CALCUTTA STOCK EXCHANGE LTD.	
10.	Issued Capital	Number of Shares 4,77,517 (4,77,517 EQUITY SHARES OF Rs. 10/- EACH)	% of Total Capital 100
11.	Listed Capital Exchange wise	THE CALCUTTA STOCK EXCHANGE LTD.	4,77,517 100%
12.	Held in dematerialised form in CDSL	55,157	11.55%
13.	Held in dematerialised form in NSDL	3,59,727	75.33%
14.	Physical	62,633	13.12%
15.	Total No of Shares (12 + 13 + 14)	4,77,517	100%
16.	Reasons for difference if any, between (10&15), (11&15)	NIL	

17. Certifying the details of changes in share capital during the quarter under consideration as per Table below:

Particulars **	No. of shares	Applied/Not Applied for listing	Listed on Stock Exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In-prin. Appr. Pending for SE (Specify Names)
Nil	Nil	Nil	Nil	Nil	Nil	Nil

\*\* Rights, Bonus, Preferential Issue, Amalgamation, Conversion, Buyback, Capital Reduction Forfeiture, any other (to specify).

18.	Register of Members is updated (Yes/No) If not, updated upto which date	Yes
19.	Reference of previous quarter with regards to excess dematerialised shares, if any.	N.A





**POOJA BANSAL**  
**Practicing Company Secretary**  
**Membership No. 50458**  
**COP No. 18524**

Flat No. F1, 5th floor, Respect Home,  
 Andul Road, Halderpara, Podrah,  
 Howrah - 711109  
 Email Id- [pujab35@gmail.com](mailto:pujab35@gmail.com)  
 Contact No. 9038589527

	Register of Members is updated (Yes/No) If not, updated upto which date			
Total No. of demat requests	No. of requests	No. of shares	Reasons for delay	
Confirmed after 21 days	NIL	--	--	
Pending for more than 21 days	NIL	--	--	
20.	Name, Telephone & Fax No. of the Compliance Officer of the Company	CHANDRA NATH BANERJEE Tel : 033 4014 -0100 Fax : +91 33 4014 - 0199		
21.	Name, Address, Telephone & Fax No. Regd. No. of the Practising Company Secretary	CS Pooja Bansal Flat F1, 5th Floor, Respect Home, Andul Road, Halderpara, Podrah, Howrah-711109 Mobile:9038589527 E-mail:pujab35@gmail.com		
22.	Appointment of common agency for the share registry work	Maheshwari Datamatics Pvt. Ltd. 23, R.N. Mukherjee Road, 5th Floor, Kolkata - 700001		
23.	Any other detail that the auditor may like to provide.	Not Applicable		

**POOJA**  
**BANSAL**  
 Digitally signed by  
 POOJA BANSAL  
 Date: 2023.02.28  
 15:12:36 +05'30'

**POOJA BANSAL**  
**Practicing Company Secretary**  
**Membership No.: 50458**  
**CP No.: 18524**  
**Peer Review No.: 1725/2022**  
**UDIN: A050458D003211242**  
**Place: Kolkata**  
**Date: February 28, 2023**