



VIVEK GUPTA

Chartered Accountant

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Ph No. 9830705257

Date: 11th 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.

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 4th 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 10th 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.jayantcommercial.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.



(Signature)

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

DATE: 11TH APRIL, 2023

PLACE: KOLKATA

WITNESS:

1) Dipak Sharma
Add: 340/41, Belilicon Road
Howrah - 1

2) Name .. Yogesh Daga
Add: 23 Kahir 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 4th 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 12th March, 2023 at 09:00 AM and ended on 10th 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 10th 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	TOTAL	4,77,517	4,77,517	100%	4,77,517	NIL	100 %	NIL



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	



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