

May 08, 2022

Manager-CRD,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai

Dear Sir/Madam,

Sub: Summary of proceeding of Extraordinary General Meeting (EGM) of the Company held on May 07, 2022.

This is to inform you that the Extraordinary General meeting (EGM) of the Members of the Company was held on Saturday, the May 07, 2022 at 02.30 P.M. through Video Conferencing / Other Audio Visual Means to transact the business as stated in the Notice dated April 12, 2022 convening the EGM.

In this regard, please find enclosed herewith summary of proceeding of the EGM of the Company required under Regulation 30, Part A of the Schedule – III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to kindly take note of the same.

Yours faithfully,

For Jaykay Enterprises Ltd.,

(Abhishek Pandey)
Company Secretary and Compliance Officer
M.No.: ACS 21958

Encl: As above



Proceedings of the Extraordinary General Meeting (EGM) of the Company held on May 07, 2022 at 02.30 p.m. through Video Conferencing / Other Audio Visual Means

In view of the outbreak of the COVID-19 pandemic, social distancing norm to be followed and pursuant to General Circular Nos.14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021 and 20/2021 dated 8th April 2020, 13th April 2020, 15th June 2020, 28th September 2020, 31st December 2020, 23rd June 2021 and dated December 08, 2021 respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIRP/2020/79 dated 12th May 2020 and Circular No. SEBI/HO/CFD/CMD2/CIRP/2021/11 dated 15th January, 2021 issued by the Securities and Exchange Board of India (collectively referred to as the "SEBI Circulars") and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Extraordinary General Meeting (the "EGM") of the members of M/s Jaykay Enterprises Ltd. (the "Company") was held on Saturday, May 07, 2022 at 02.30 P.M. through Video Conferencing / Other Audio Visual Means, which does not require physical presence of Members at a common venue.

The following Directors were present:

S. No.	Name of Director	Designation
1	Mr. Partho Pratim Kar (DIN- 00508567)	Non-Executive – Non Independent Director
2	Mr. Ravindra Kumar Tandon (DIN-00159472)	Independent Director & Member of Audit, and Nomination and Remuneration Committee
3	Mrs. Renu Nanda (DIN- 08493324)	Non-Executive Independent Director

In attendance:

S. No.	Name of Person	Designation
1	Mr. Abhishek Pandey	Company Secretary and Compliance Officer
2	Mr. S.K. Gupta	Scrutinizer, M/s S. K. Gupta & Co., Company Secretaries

The meeting commenced at 02.30 p.m.

The Company Secretary welcomed the members to the Extraordinary General Meeting of the Company, held through video Conferencing and other audio-visual means, as permitted by the Ministry of Corporate Affairs and SEBI.

He further informed that the notice dated April 12, 2022 was mailed to all the shareholders, whose email ID was registered with the Company and Depository Participants. The shareholders were provided the facility to join the meeting through video conferencing and other audio-visual means on a first-come first-served basis.



The Company Secretary further informed that Mr. Abhishek Singhania, Chairman and Managing Director of the Company and Dr. K.B. Agarwal were unable to attend the EGM due to unavoidable circumstances.

The Secretary informed that there is no permanent Chairman in the Company, and requested to the Directors present to elect one of themselves as the Chairman of the meeting pursuant to the relevant provisions of the Articles of Association of the Company.

Mr. R.K. Tandon, Independent Director, proposed and Mrs. Renu Nanda, the Independent Director of the Company seconded the name of Mr. Partho Pratim Kar to chair the EGM of the Company. Hence Mr. Partho Pratim Kar was unanimously elected to the Chair. The Company Secretary requested Mr. Kar to occupy the chair.

The Company Secretary explained that the EGM is being held electronically, physical attendance of the members has been dispensed with and also the requirement of appointing proxy is not applicable for the EGM.

The requisite quorum was present through video conferencing and other audio visual means and the Chairman declared the meeting as properly constituted and open.

Mr. Partho Pratim Kar welcomed the shareholders to the EGM of the Company and requested the Company Secretary to introduce the Board Members.

As directed by the Chairman, the Company Secretary introduced the Board Members participating in the meeting and thereafter introduced the Dignitaries attending through VC.

The Members were informed the following: -

- The shareholders had been provided the facility to join the meeting through video conferencing and other audio-visual means on a first-come first-served basis without physical attendance of members.
- Non-availability of facility to appoint proxy.
- The proceedings of the meeting were being recorded for compliance purposes.
- E-voting facility has been provided through remote e-voting facility as well as E-voting at the Extraordinary General Meeting. Remote e-voting facility was made available to all Members holding shares as on the cut-off date i.e. 30th April 2022, during the period commencing from 10:00 AM IST on Wednesday, May 04, 2022, till 5 PM IST on Friday, May 06, 2022. Remote e-voting was blocked on May 06, 2022 at 5 PM.



- Members joining the meeting through video conferencing facility were informed that those who had not yet cast their vote by means of the remote e-voting, may vote through the e-voting facility provided during this AGM.
- The Board of Directors has appointed Mr. S.K. Gupta, Practicing Company Secretary from M/s S.K. Gupta and Company as the scrutinizer for the meeting.
- The Chairman invited Mr. Partho Pratim Kar to share a few words about the current progress of the Company who then addressed the shareholders.
- Notice of the EGM dated 12th April 2022 had been sent by electronic mode to those Members whose e-mail addresses are registered with the Company or Depositories and also been made available on the Company's website. Considering the above, the Notice was taken as read.
- The register of Directors and KMP and their shareholding and the Register of Contracts and arrangements in which directors are interested, were available for inspection by the members during the continuation of the meeting, on the Company's website.
- The Company Secretary then read out the items of EGM notice in order.
- The members, who had not casted their votes on the resolutions as mentioned in the EGM notice by remote e-voting prior to the EGM, casted their vote through e-voting system available on the voting page of CDSL during the continuance of the EGM and 15 minutes after the conclusion of the meeting.
- The Board of Directors have appointed Mr. S.K. Gupta, a Company Secretary in whole time practice as the scrutinizers to scrutinize the remote e-voting and the votes cast at the meeting and to provide a consolidated voting results in a fair and transparent manner.
- After informing guidelines for the speaker shareholder session, the Company Secretary commenced the speaker shareholder session. 2 shareholders had registered themselves as Speaker Shareholders and out of two only one joined and participated in the Meeting.
- The Secretary called out the names of the registered speaker shareholders one by one and asked them to raise their queries.

Since the EGM was held through videoconferencing and other audio-visual means the resolutions mentioned in the notice convening the EGM had already been put to vote through remote e-voting and as the facility of voting was also available during this EGM proceeding there was be no proposing or seconding the resolutions. The e-voting process continued upto 3.00 PM on May 07, 2022 and was disabled thereafter.



In compliance with Section 108 of the Companies Act, 2013, Companies (Management & Administration) Rules 2014, Regulation 44 of the SEBI Listing Regulations 2015 and Secretarial Standard - 2 issued by Institute of Companies Secretaries of India ('SS-2') the Company conducted e-voting from 04th May 2022 at 10.00 AM upto 06th May 2022 at 5.00 PM on all the 3 (Three) resolutions through CDSL platform. During e-voting shareholders votes has been received for all the resolution: -

S. No.	Agenda	Resolution required (Ordinary/Special)	Mode of Voting
1.	To appoint Shri Maneesh Mansingka (DIN: 00031476) as a Non-Executive Non-Independent Director of the Company.	Ordinary	Remote e-voting prior and during the AGM
2.	Alteration in objects clause of Memorandum of Association of the Company.	Special	Remote e-voting prior and during the AGM
3.	Issuance of 59,89,330 fully convertible warrants on preferential basis to the persons belonging to 'Promoter and Promoter Group'.	Special	Remote e-voting prior and during the AGM

The result of the voting would be declared within stipulated time and that Shri Abhishek Pandey, Company Secretary will announce the results. It was further informed that the result will be posted on the Notice Board at the Registered Office, website of the Company at www.jaykayenterprises.com and the CDSL website. The result will also be informed to the designated Stock Exchange viz. the BSE where the shares of the Company are listed.

After the session of speaker shareholder the company secretary of the Company close the meeting with a vote of thanks.

Date: 08.05.2022

Place: Kanpur

(Abhishek Pandey)

Company Secretary & Compliance Officer

M.No. ACS-21958

