

Jaykay Enterprises Ltd.

CIN:L99999UP1961PLC001187

Regd. Office: Kamla Tower, Kanpur-208001 (INDIA)

Phones: +91 512 2371478 - 81, Fax: +91 512 2332665

Email: prabhat.mishra@jkcement.com

Web: www.jaykayenterprises.com

Date: 14.08.2019

JKEL/CS/209/AGM-2019/

The Bombay Stock Exchange Ltd.
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai-400001
Scrip Code:500306 (ISIN.INE 903A01025)
Fax No.022-22722041, 22722039, 22723132
Kind Attn: Mr. Sydney Miranda (AGM)

Through: ONLINE FILING

Sub: Summery of proceeding of 73rd Annual General Meeting (AGM) of the Company held on August 14, 2019

This is to inform you that the Annual General meeting (AGM) of the Members of the Company was held on today i.e. Wednesday, the August 14, 2019 at 12.00 Noon at the Auditorium of Dr. Gaur Hari Singhania Institute of Management & Research, Kamla Nagar, Kanpur -208005 to transact the business as stated in the Notice dated May 29, 2019 convening the AGM.

In this regard, please find enclosed herewith summery of proceeding of the AGM 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.,


(Prabhat Kumar Mishra)
Sr. Manager (Legal) & Company Secretary
M.No. ACS 29900

Encl: As above



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Proceedings of the 73rd Annual General Meeting (AGM) of the Company held on August 14, 2019 at 12.00 Noon at the Auditorium of Dr. Gaur Hari Singhania Institute of Management & Research, Kamla Nagar, Kanpur -208005

The 73rd Annual General Meeting (the "AGM") of the members of M/s Jaykay Enterprises Ltd. (the "Company") was held on Wednesday, August 14, 2019 at 12.00 Noon at the Auditorium of Dr. Gaur Hari Singhania Institute of Management & Research, Kamla Nagar, Kanpur -208005, India.

The following Directors were present:

S. No.	Name of Director	Designation
1	Dr. Krishna Behari Agarwal (DIN-00339934).	Independent Director & Chairman of Audit, Stakeholders Relationship and Nomination and Remuneration Committee
2	Shri Kedar Nath Mehrotra (DIN-06749349)	Independent Director & Member of Audit, Committee
3	Shri Ravindra Kumar Tandon (DIN-00159472)	Independent Director & Member of Audit, and Nomination and Remuneration Committee
4	Shri Anil Kumar Dalmia (DIN-00789089)	Independent Director & Member of Stakeholders Relationship Committee and Nomination and Remuneration Committee
5	Shri Ashok Gupta (DIN 00135288)	Managing Director & Member of Audit, Committee

In attendance:

S. No.	Name of Director	Designation
1	Mr. Chandra Prakash Agarwal	A.V.P. (Taxation) & Chief Financial Officer
2	Shri Prabhat Kumar Mishra	Sr. Manager (Legal) & Company Secretary
3	Shri Rajendra Gupta	Partner, Gupta Vaish & Co., Statutory Auditor
4	Smt. Reena Jhakhodia	Scrutinizer, M/s Reena Jhakhodia & Associates

Members Present:

- 1) In Person -36
- 2) By Proxy - 16

The meeting commenced at 12.00 Noon

Since there is no appointed Chairman of the Board of Directors in the Company the Directors present unanimously elected amongst themselves Dr. K.B. Agarwal to act as Chairman of the meeting pursuant to the provisions of Article 68 of Articles of Association of the Company. Dr. K.B. Agarwal, Director thereafter chaired the meeting.



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The Company Secretary introduced the Directors and Dignitaries sitting on the dais and informed the member that Dr. K.B. Agarwal, Chairman of the Audit Committee, Stakeholders' Relationship Committee and Nomination & Remuneration Committee present to answer the queries of the Members,

He further informed the Meeting that Smt. Vidhi Nidhipati Singhania, one of the Directors was unable to attend the Annual General Meeting due to unavoidable circumstances.

As the requisite quorum was present, the Chairman called the meeting to order. The Members were informed the following: -

- The number of shareholders as on record date/Cut-off date i.e. August 7, 2019 were 95,291.
- The Company has received 18 proxies for 1,31,79,921 shares comprising 35.49% of the total shareholding.
- The details of number of shareholders present in the meeting are as follows:
- Notice convening the AGM along with the Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out the material facts relating to the business stated under item No. 4 to 8 was sent to all members by e-mail whose email addresses were registered with the Company/Depository Participant(s). To all the other members who have not registered their email address, physical copy of the notice has been sent by courier/post and that the Notice of AGM was also available on the Company's website www.jaykayenterprises.com.
- The Chairman then declared the meeting as open. With the permission of the shareholders present the notice of the AGM was taken as read and then items of the Notice were taken up for approval of the shareholders.
- The Chairman then requested the Company Secretary to read the Auditors' Report.
- After the Auditors' Report was read, with the permission of the Chair it was informed the meeting that 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 August 11, 2019 at 9.00 AM upto August 13, 2019 5.00 PM on all the 8 (Eight) resolutions through CDSL platform. During e-voting 51 (Fifty One) shareholders comprising 1,17,89,074 votes constituting 31.75% has been received for all the resolution. No member of the Company voted on such resolution, to approve any contract or arrangement which may be entered into by the Company, if such member is a related party.
- Members entitled to vote but have not voted electronically were offered facility of ballot paper for casting their vote physically. The Chairman on thereafter ordered voting through ballot



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paper to be taken on all the resolutions set out in the Notice after all the resolutions were moved.

- The ballot papers were issued. The Members or proxies/representatives attending on behalf of members filled and signed the ballot paper and put the same in the ballot box kept in front of the stage.
- The Board of Directors have appointed Ms. Reena Jakhodia, a Company Secretary in whole time practice as the scrutinizers to scrutinize the voting process (e-voting, ballot through post & voting through ballot at the AGM) in a fair and transparent manner.
- He then moved the following resolutions which were duly discussed and were then put to vote through ballot paper (to be voted by only those shareholders who have not voted earlier through e-voting): -

Resolution No.	Resolutions
A	Ordinary Business
1	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 st March, 2019, together with the Reports of the Board of Directors and Auditors thereon;
2	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 st March, 2019, together with Reports of Auditors thereon.
3.	To appoint a Director in place of Shri Ashok Gupta (DIN 00135288), who retires by rotation and being eligible offers himself for re-appointment.
B	Special Business/Special Resolutions
4.	Reappointment of Dr. Krishna Behari Agarwal (DIN-00339934) as an Independent Director.
5.	Reappointment of Shri Kedar Nath Mehrotra (DIN-06749349) as an Independent Director
6.	Reappointment of Shri Ravindra Kumar Tandon (DIN-00159472) as an Independent Director.
7.	Reappointment of Shri Anil Kumar Dalmia (DIN-00789089) as an Independent Director
8.	Approval for investment in M/s Nebula3D Services Private Limited ("Nebula3D"), an associate company of the Company.

- Members present were also given opportunity to ask questions and seek clarifications. Post question and answer session, the Chairman thanked the member present at the meeting and authorised Ms. Reena Jakhodia, proprietor M/s R. Jakhodia & Associates, the scrutinizer appointed for the poll to take over the voting process through ballots and the Company Secretary to oversee the voting process.



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- The Members were thereafter informed that the result of the voting would be declared within two days from the conclusion of the meeting and that Shri Prabhat Kumar Mishra, Company Secretary was authorised to announce the results in her absence. 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 conclusion of the voting process the meeting ended at 12.55 PM with a vote of thanks to the Chair.



For Jaykay Enterprises Limited


Prabhat Kumar Mishra
Sr Manager (Legal) & Company Secretary
M. No. ACS 29900

