

Jaykay Enterprises Limited

JKE™

JKEL/CS/2021(BM-1)/PB-Results

February 5, 2021

The Bombay Stock Exchange Ltd.,
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Kind Attn: Mr. Sydney Miranda (AGM)
Script Code: 500306 (ISIN. INE903A01025)

Online Filing

Dear Sir,

Subject: Voting Results of Postal Ballot Activity through e-Voting

This is in furtherance to our letter dated January 5, 2021, enclosing the Notice and the Explanatory Statement dated January 4, 2021, for seeking consent of the Members of the Company by way of Special Resolutions through Postal Ballot through the remote e-Voting process for:

- a) Issuance of 63,70,000 Equity Shares on preferential basis to the persons belonging to Promoter Category; and
- b) Issuance of 90,19,000 Fully Convertible Warrants on Preferential Basis to the persons belonging to Promoter Category.

In this regard, we wish to inform you that the above two resolutions have been passed by the Members of the Company with requisite majority on February 4, 2021, being the last date of voting.

In connection with the same, please find the following:

- a) Voting results of the said Postal Ballot activity through remote e-Voting, in relation to the aforesaid businesses, as required under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, attached and marked as **Annexure - 1**.
- b) The Scrutinizer's Report dated February 5, 2021, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, attached and marked as **Annexure - 2**.

The Voting Results along with the Scrutinizer's Report are also available on the website of the Company viz. www.jaykayenterprises.com and website of Central Depository Services Ltd at www.evotingindia.com.

You are requested to kindly take the same on record.

Thanking you

Yours faithfully,

For Jaykay Enterprises Ltd.,


(Prabhat Kumar Mishra)
CFO & Company Secretary
M. No. ACS29900

Encls: As Above



Regd. Office: Kamla Tower, Kanpur-208001 (INDIA)
Phones: +91 512 2371478 - 81, Fax: +91 512 2332665
Email: prabhat.mishra@jaykayenterprises.com Web: www.jaykayenterprises.com

CIN:L99999UP1961PLC001187

[Home](#)[Validate](#)[Import XML](#)**General information about company**

Scrip code	500306
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE903A01025
Name of the company	Jaykay Enterprises Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	04-02-2021
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details

Name of the Scrutinizer	Mr. S.K. Gupta
Firms Name	S.K. Gupta & Co.
Qualification	CS
Membership Number	FCS2589
Date of Board Meeting in which appointed	04-01-2021
Date of Issuance of Report to the company	05-02-2020

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Voting results	
Record date	01-01-2021
Total number of shareholders on record date	93583
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				ISSUANCE OF 63,70,000 EQUITY SHARES ON PREFERENTIAL BASIS TO THE PERSONS BELONGING TO PROMOTER CATEGORY				
Category	Mode of voting	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
Promoter and Promoter Group	E-Voting	11845653						
	Poll							
	Postal Ballot (if applicable)		11687716	98.6667	11687716	0	100.0000	0.0000
	Total		11845653	11687716	98.6667	11687716	0	100.0000
Public-Institutions	E-Voting	1687713						
	Poll							
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1687713	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	23601386						
	Poll							
	Postal Ballot (if applicable)		1979626	8.3878	1602309	377317	80.9400	19.0600
	Total		23601386	1979626	8.3878	1602309	377317	80.9400
Total		37134752	13667342	36.8047	13290025	377317	97.2393	2.7607
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				ISSUANCE OF 90,19,000 FULLY CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS TO THE PERSONS BELONGING TO PROMOTER CATEGORY				
Category	Mode of voting	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
Promoter and Promoter Group	E-Voting	11845653						
	Poll							
	Postal Ballot (if applicable)		11687716	98.6667	11687716	0	100.0000	0.0000
	Total		11845653	11687716	98.6667	11687716	0	100.0000
Public-Institutions	E-Voting	1687713						
	Poll							
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1687713	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	23601386						
	Poll							
	Postal Ballot (if applicable)		1979626	8.3878	1602338	377288	80.9415	19.0585
	Total		23601386	1979626	8.3878	1602338	377288	80.9415
Total		37134752	13667342	36.8047	13290054	377288	97.2395	2.7605
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



S. K. GUPTA
F.C.S.

Annexure - 2

S.K. Gupta & Co.
Company Secretaries
9, Roland Complex
Upper Floor, 37/17
Westcott Building,
The Mall,
Kanpur-208001
Telefax: (0512) 2315123
Cell: 9415042137
E-mail :skgupta1903@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

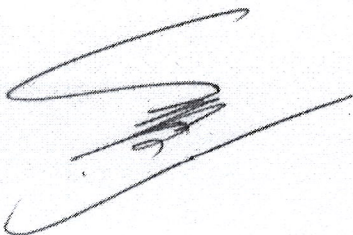
To,
The Company Secretary
JAYKAY ENTERPRISES LIMITED
Kamla Tower,
Kanpur – 208001 (U.P.)

Dear Sir,

I, S.K.Gupta, Company Secretary in practice appointed by the Board of Directors of **Jaykay Enterprises Limited** (the 'Company') as a Scrutinizer for conducting the Postal Ballot process through e-voting in a fair and transparent manner in respect of the resolutions contained in the Postal Ballot Notice dated 4th January, 2021, do hereby submit my Report as under:-

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to Postal Ballot by the Shareholders on the special resolutions proposed in the Notice of the Postal Ballot is the responsibility of the management. My responsibility as a Scrutinizer is to render Scrutinizer's Report on the total votes cast through e-voting in favour of or against the resolution.

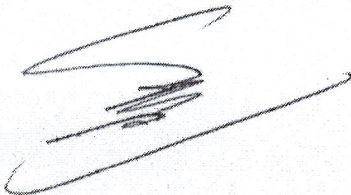
- 2(i) Due to intermittent non-availability of postal and courier services on account of threat posed by COVID-19 pandemic situation and in accordance with the Ministry of Corporate Affairs Circular Nos. 14/2020 dated 8th April, 2020, 17 /



2020 dated 13th April, 2020, 33/2020 dated 28th September, 2020 and 39/2020 dated 31st December, 2020 ('MCA Circulars') and pursuant to Rule 20 and 22(3) of the Companies (Management and Administration) Rules, 2014, the Company issued a public notice by way of advertisement published on 6th January, 2021 in all editions of 'Financial Express' (English Newspaper) and in 'Jansatta' (Hindi Newspaper) giving intimation to its Members that the Postal Ballot Notice containing the resolutions to be passed through postal ballot / e-voting has been sent only through electronic mode to all the Members of the Company who have registered their e-mail IDs with the Company or with Depositories / Depository Participants and the manner of registration of e-mail IDs by the Members (both physical and demat) who are yet to register their e-mail IDs with the Company and regarding completion of dispatch of Postal Ballot Notice by e-mail and containing all the matters as required under the Companies Act, 2013 and relevant rules framed thereunder.

- (ii) The Company has on 5th January, 2021 completed the dispatch of Postal Ballot Notice dated 4th January, 2021 by sending an e-mail to 22,775 Members who had registered their email IDs with the Company or with the Depositories / Depository Participants and whose names appear in the Register of Members / List of Beneficial Owners received from the National Securities and Depository Limited and Central Depository Services (India) Limited as on Friday, 1st January, 2021, being the "Cut-off Date" fixed for the purposes of e-voting for Postal Ballot.

3. The Company has in light of the MCA Circulars, offered facility to the members who have not registered their email address and in consequence could not receive the remote e-voting notice to temporarily get their email address registered with the Company, through an e-mail at

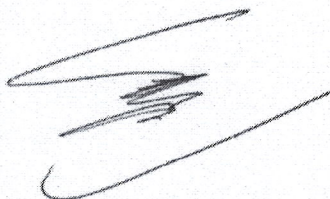


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Telefax: (0512) 2315123
Cell: 9415042137
E-mail :skgupta1903@gmail.com

prabhat.mishra@jaykayenterprises.com and / or
investorhelp@jaykayenterprises.com respectively and follow the registration process as guided thereafter. Post successful registration of the email address, the member would get soft copy of the Notice and the procedure for remote e-voting along with the User Id and Password to enable remote e-voting for the Postal Ballot.

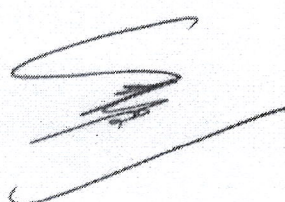
4. The physical copy of the Postal Ballot Notice along with the Postal Ballot Forms and postage pre-paid business envelopes were not sent to the Members as per the exemptions provided in the MCA Circulars mentioned above. Hence, the communication of the 'Assent' or 'Dissent' by the Members took place through the remote e-voting process only.
5. The Postal Ballot Notice along with the Explanatory Statement was uploaded on the website of the Company i.e. [https:// www.jaykayenterprises.com](https://www.jaykayenterprises.com) and on the website of the CDSL i.e. <https://www.evotingindia.com>. The result of the Postal Ballot through remote e-voting will also be made available on these websites.
6. The Company has offered remote e-voting through Central Depository Services (India) Limited ('CDSL') and our report contains the details of voting through remote e-voting only.
7. The facility of e-voting remained open from 9.00 A.M. on Wednesday, 6th January, 2021 to 5.00 P.M. on Thursday, 4th February, 2021.
8. We have unblocked the votes cast through remote e-voting in the presence of Ms. Divya Saxena and Ms. Kamini Gupta who were not in the employment of the Company.



9. Summary of result of Remote e-voting on Postal Ballot is given below:

1. Special Resolution for Issuance of 63,70,000 Equity Shares on preferential basis to the persons belonging to Promoter Category

Particulars	No. of Members who voted electronically	Total No. of votes cast	% of Total votes cast to Paid-up Equity Share Capital	% of votes cast to Total votes cast
A. The Members who voted with Assent (Favour) for the Resolution	75	1,32,90,025	35.79	97.24
B. The members who voted with Dissent (Against) for the Resolution	9	3,77,317	1.02	2.76



TOTAL (A+B)	84	1,36,67,342	36.81	100
Result: As the votes cast by the members in favour of the resolution are more than three times of the votes cast against the resolution, the proposed resolution has been passed as a "Special Resolution" within the meaning of Section 114(2) of the Companies Act, 2013.				

2. Special Resolution for Issuance of 90,19,000 Fully Convertible Warrants on Preferential Basis to the persons belonging to Promoter Category

Particulars	No. of Members who voted electronically	Total No. of votes cast	% of Total votes cast to Paid-up Equity Share Capital	% of votes cast to Total votes cast
A. The Members who voted with Assent (Favour) for the Resolution	76	1,32,90,054	35.79	97.24
B. The members who voted with Dissent	8	3,77,288	1.02	2.76

S. K. GUPTA
F.C.S.

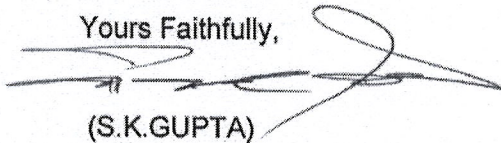
S.K. Gupta & Co.
Company Secretaries
9, Roland Complex
Upper Floor, 37/17
Westcott Building,
The Mall,
Kanpur-208001
Telefax: (0512) 2315123
Cell: 9415042137
E-mail :skgupta1903@gmail.com

(Against) for the Resolution				
TOTAL (A+B)	84	1,36,67,342	36.81	100
Result: <i>As the votes cast by the members in favour of the resolution are more than three times of the votes cast against the resolution, the proposed resolution has been passed as a "Special Resolution" within the meaning of Section 114(2) of the Companies Act, 2013.</i>				

10. Register of Postal Ballot and all other relevant records of e-voting process given / provided / maintained in electronic mode will remain in my custody until the signing of the Minutes of the Postal Ballot and the same shall be handed over thereafter to the Company Secretary for safe keeping.

11. You may accordingly, declare the results of the e-voting for Postal Ballot.

Thanking you,
Yours Faithfully,



(S.K.GUPTA)


Practicing Company Secretary

F.C.S -2589

C.P – 1920

UDIN: F002589B002538782

Counter signed by



(PRABHAT KUMAR MISHRA)
CFO & Company Secretary
A.C.S -29900

Place: Kanpur

Date: 5th February, 2021