

September 30, 2020

To,

**The Listing Operation Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001**

Dear Sir,

Sub: Compliance with Regulations 44(3) of the Securities and Exchange Board of India (Listing Regulations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") — Details of the Voting Results of the Annual General Meeting

The 15<sup>th</sup> Annual General Meeting of the members of the Company was held on Tuesday, 29<sup>th</sup> September 2020 at 11.00 AM (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM).


In this regard, please find attached:

1. Details of voting Results as required under Regulation 44(3) of the SEBI (Listing obligation and Disclosure Requirements) Regulation, 2015.
2. Report of Scrutinizer dated 29<sup>th</sup> September 2020 pursuant to Section 108 of the companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Amendment Rules, 2015 as.

Thanking You,

Yours faithfully,

For Jupiter Infomedia Limited

  
**Umesh Modi**  
Managing Director  
DIN: 01570180



**Details of Voting Results**

Date of the AGM	29 <sup>th</sup> September, 2020
Total number of shareholders on record date	1129
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	0 0
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	26 3 23

**Agenda- wise disclosure**

Resolution No. 1 required: (ORDINARY)			To receive, consider and adopt the Audited Financial Statements (including consolidated audited financial statements) of the Company for the year ended March 31, 2020 along with the Reports of the Board of Directors and Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – infavour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	73,30,000	73,30,000	100	73,30,000	0	100.00	0
	Ballot		0	0	0	0	0	0
	Total		73,30,000	100	73,30,000	0	100.00	0
Public-Institutions	E-Voting	NIL	0	0	0	0	0	0
	Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	13,02,875	13,02,875	100	13,02,874	1	99.99	0.01
	Ballot		0	0	0	0	0	0
	Total		13,02,875	100	13,02,874	1	99.99	0.01
<b>Total</b>		86,32,875	86,32,875	100	86,32,874	1	100.00	0

The above Resolution was passed unanimously.

Resolution No. 2 required: (ORDINARY)			To appoint a Director in place of Mr. Umesh Modi (DIN: 01570180), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – infavour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	73,30,000	73,30,000	100	73,30,000	0	100.00	0
	Poll		0	0	0	0	0	0
	Total		73,30,000	100	73,30,000	0	100.00	0
Public-Institutions	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	13,02,875	13,02,875	100	13,02,874	1	99.99	0.01
	Poll		0	0	0	0	0	0
	Total		13,02,875	100	13,02,874	1	99.99	0.01
<b>Total</b>		86,32,875	86,32,875	100	86,32,874	1	100.00	0

The above Resolution was passed unanimously.

Resolution No. 3 required: (SPECIAL)			Re-Appointment of Mr. Jay Desai as an Independent Non-Executive Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – infavour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	73,30,000	73,30,000	100	73,30,000	0	100.00	0
	Poll		0	0	0	0	0	0
	Total		73,30,000	100	73,30,000	0	100.00	0
Public-Institutions	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	13,02,875	13,02,875	100	13,02,874	1	99.99	0.01
	Poll		0	0	0	0	0	0
	Total		13,02,875	100	13,02,874	1	99.99	0.01
Total		86,32,875	86,32,875	100	86,32,874	1	100.00	0

The above Resolution was passed unanimously.

Resolution No. 4 required: (SPECIAL)			Re-Appointment of Mr. Akshay Desai as an Independent Non-Executive Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – infavour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	73,30,000	73,30,000	100	73,30,000	0	100.00	0
	Poll		0	0	0	0	0	0
	Total		73,30,000	100	73,30,000	0	100.00	0
Public-Institutions	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	13,02,875	13,02,875	100	13,02,874	1	99.99	0.01
	Poll		0	0	0	0	0	0
	Total		13,02,875	100	13,02,874	1	99.99	0.01
Total		86,32,875	86,32,875	100	86,32,874	1	100.00	0

The above Resolution was passed unanimously.

For Jupiter Infomedia Limited

Umesh Modi  
Managing Director  
DIN: 01570180



# MAHADEV DESAI ASSOCIATES

Chartered Accountants

102, 'A' Wing Shubham Premises Co-Operative Society Ltd., Cardinal Gracious Road, Chakala, Andheri (E), Mumbai - 400 099.

Tel. Off.: +91 22 28245625, +91 22 40055625 EMAIL : mtdesaica@gmail.com.

## SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended)

To  
The Chairman  
15<sup>th</sup> Annual General Meeting  
Of Jupiter Infomedia Limited  
336, Laxmi Plaza, Laxmi Industrial Estate,  
New Link Road, Andheri (w),  
Mumbai 400 053.

Dear Sir,

1. I, CA Mahadev Desai Chartered Accountant in practice and proprietor of Mahadev Desai Associates, Chartered Accountants, have been appointed as Scrutinizer by the Board of Directors of Jupiter Infomedia Limited ("the company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014, as amended, for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 23<sup>rd</sup> July 2020 ("Notice") issued, calling the 15<sup>th</sup> Annual General Meeting of the Shareholders ("the meeting" / "AGM") of Jupiter Infomedia Limited through VC / OAVM. The AGM was convened on 29<sup>th</sup> September 2020 at 11 a.m. IST through VC/OAVM.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"). As the Scrutinizer, I have to scrutinize:
  - i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("**remote evoting**"); and
  - ii) process of e-voting at the AGM through electronic voting system ("**evoting**").



3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("**LODR**") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.
4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and evoting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL) the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or NSDL for my verification.
5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., 22<sup>nd</sup> September 2020 were entitled to vote on the resolutions (item nos. 1 to 4 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.
6. **Remote e-voting process:-**
  - i) The remote e-voting period remained open from 26<sup>th</sup> September 2020 (9 : 00a.m. IST) to 28<sup>th</sup> September 2020 (5:00 p.m. IST).
  - ii) The votes cast were unblocked on 29<sup>th</sup> September 2020 after the conclusion of the AGM and was witnessed by two witnesses.
  - iii) Thereafter, the details containing, *interalia*, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL i.e., <https://www.evoting.nsd.com>. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized.
7. **E-voting process at the AGM:-**
  - i) After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL under my instructions.
  - ii) The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / NSDL and the authorizations lodged with the Company/ NSDL on test check basis.
  - iii) The e-votes cast were unblocked on 29<sup>th</sup> September 2020 after the conclusion of the AGM.



8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by NSDL, scrutinized on test check basis and relied upon by me as under:-

Item No. of the Notice	Votes in favour of the resolution		Votes against the resolution		Invalid vote nos.
	No. of votes	As a % of total number of valid votes	No. of votes	As a % of total number of valid votes	
(i)	(ii)	(iii=ii/(ii+iv)*100)	(iv)	(v=iv/(ii+iv)*100)	(vi)
Item no. 1 To receive, consider and adopt the Audited Financial Statements (including consolidated audited financial statements) of the Company for the year ended March 31, 2020 along with the Reports of the Board of Directors and Auditors thereon. (as an Ordinary Resolution)	86,32,874	99.99999	1	0.00001	0
Item no. 2 To appoint a Director in place of Mr. Umesh Modi (DIN: 01570180), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment. (as an Ordinary Resolution)	86,32,874	99.99999	1	0.00001	0
Item No. 3 Re-Appointment of Mr. Jay Desai as an Independent Non-Executive Director of the Company. (as a Special Resolution)	86,32,874	99.99999	1	0.00001	0
Item No. 4 Re-Appointment of Mr. Akshay Desai as an Independent Non-Executive Director of the Company. (as a Special Resolution)	86,32,874	99.99999	1	0.00001	0

9. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary and Compliance Officer, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Yours faithfully  
**For Mahadev Desai Associates**  
Chartered Accountants  
**Firm Regn. No. 105737W**



**Mahadev Desai (M. No. 41280)**  
**Proprietor**  
**Place: Mumbai**  
**Date: 29<sup>th</sup> September 2020**

**UDIN : 20041280AACHYQ3409**