

Sri Ramajayam



TAMILNADU JAIBHARATH MILLS LIMITED

Registered Office : 212, Ramasamy Nagar, Aruppukottai - 626 159, Virudhungan Dist, Tamilnadu.

Works : 2/200, Malayankulam Village, Chidambarapuram (P.o) - 627 754.

Thiruvenkadam Taluk, Tenkasi Dist. TAMILNADI.

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MSME Reg. No. UDYAM - TN - 32 - 0000934 DT. 27.08.2020

TNJB/34th AGM/SCR/05 /2023

03.10.2023

To

BSE Limited
Dept. of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 051

Scrip Code : 521038

Sub : Announcement -Outcome of the 34th Annual General Meeting (AGM) held on 30.09.2023.

Ref : Submission of Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) 2015

We wish to inform you that 34th Annual General Meeting of the Company was held on Saturday, September 30th, 2023 at 11.30 A.M through video conference.

The Company has now received the Report of the scrutinizer, confirming details of voting through remote e-voting and E-voting details at the AGM. Accordingly, as per the said rules on account of passing resolutions with requisite majority, the resolutions are deemed to have been passed on the date of AGM i.e. on 30th September, 2023 .

A disclosure of voting results of the meeting in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) 2015 and the business considered and approved by the shareholders with an overwhelming majority is enclosed, together with the Scrutinizer's Report on e-voting .

Disclosure in terms of Regulation 44 (3) of the SEBI (Listing Obligation and Disclosure Requirements) 2015 in relation to Annual General Meeting (AGM) of Tamilnadu Jai Bharath Mills Limited held on Saturday, 30th September, 2023.

Kindly acknowledge and take the same on your records.

Thanking you,

Yours faithfully
for Tamilnadu Jai Bharath Mills Ltd.,

R. Jamuna,
Director.



CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of the 34th Annual General Meeting ("**the Meeting**" / "**AGM**") of Tamilnadu Jai Bharath Mill Limited held on Saturday, the 30th day of September 2023 at 11.30 A.M. through video conferencing (VC) / other audio visual means ("**OAVM**").

Dear Sir,

1. I, S Sandeep, a Company Secretary in Practice, have been appointed as the Scrutinizer by the Board of Directors of M/s. Tamilnadu Jai Bharath Mill Limited ("**the Company**") for the purpose of scrutinizing the process through remote e-voting means ("**e-voting**") and poll during the AGM on the resolutions contained in the notice dated 5th September 2023 ("**Notice**") calling the 34th Annual General Meeting of the Shareholders. The AGM was convened on Saturday, the 30th day of September 2023 at 11.30 A.M. (IST).
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.
3. Since this AGM was held through VC or OA VM, physical attendance of Members had been dispensed with. Accordingly, in terms of the relevant circulars issued by MCA and SEBI, the facility for appointment of proxies by the Members was also dispensed with.
4. Members attended the meeting through VC or OA VM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013.
5. The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting and e-voting during 34th AGM by the Shareholders of the Company.
6. The public advertisement with respect to dispatch of Notice of AGM and conducting of Remote e-voting was published in an English newspaper viz., "Financial Express" and a vernacular newspaper viz., "Makkal Kural" on 9th September 2023
7. The Shareholders of the Company holding shares as on the "cut-off" date i.e., Saturday, 23rd September 2023, were entitled to vote on the proposed resolution(s) as set out at item nos. 1 to 4 in the Notice of the 34th AGM of the Company.



8. The Company had also provided the facility of E-voting during the 34th AGM only to such members who have participated in the AGM through VC/OV AM and who had not cast their vote through remote E-voting period.
9. The voting period for remote e-voting commenced on Wednesday, 27th September, 2023 at 09:00 A.M. to Friday, 29th September, 2023 at 05:00 P.M. IST and after fifteen minutes of the conclusion of the 34th AGM, the NSDL e-voting platform was blocked. Thereafter, votes cast through remote e-voting and e-voting during the 34th Annual General Meeting of the Company, were then unblocked in the presence of the two witnesses not being in the employment of the Company. The Management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules made thereunder relating to e-voting on the resolution(s) contained in the notice of the 34th AGM of the Company. My responsibility as a Scrutinizer for the remote e-voting process and poll during the AGM is restricted to make and issue a Scrutinizer's Report of the votes cast "in favor" or "against" the resolution(s) stated above, based on the reports generated from the e-voting system provided by the National Securities Depositories Limited ("NSDL"), the authorized agency engaged to provide the facilities of remote e-voting and poll during the AGM.

As requested by management, I submit herewith my Combined Report on the results of remote e-voting together with that of poll during the AGM:

Item No. 1: Adoption of audited financial statements

To consider, approve and adopt the audited financial statements of the Company for the financial year ended 31st March, 2023, together with the reports of the Board of Directors' and Auditors' thereon

(Ordinary Resolution)

(i) Voted in **favour** of the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) – remote e-voting	Number of members voted in poll during the meeting	Number of votes cast (Shares) – poll during the meeting	Total number of votes cast through remote e-voting and poll during the meeting	% of total number of valid votes cast
18	20,97,061	0	0	20,97,061	84.39%

(ii) Voted **against** the resolution:



Number of members voted in remote e-voting	Number of votes cast (Shares) – remote e-voting	Number of members voted in poll during the meeting	Number of votes cast (Shares) – poll during the meeting	Total number of votes cast through remote e-voting and poll during the meeting	% of total number of valid votes cast
12	3,87,831	0	0	3,87,831	15.61%

(iii) *Invalid Votes:

Number of members voted in remote e-voting	Number of invalid votes cast (Shares) – remote e-voting	Number of members voted in poll during the meeting	Number of invalid votes cast (Shares) – poll during the meeting	Total number of invalid votes cast through remote e-voting and poll during the meeting
3	2,45,17,436	0	0	2,45,17,436

*Considered Invalid due to non-receipt of Board Resolution from Body Corporate as per section 113 of the Companies Act, 2013.

(iv) Abstain / Less Voted Votes:

Number of members abstained / less voted in remote e-voting	Number of votes abstained / less voted (Shares) – remote e-voting	Number of members abstained / less voted in poll during the meeting	Number of votes abstained / less voted (Shares) – poll during the meeting	Total number of votes abstained / less voted through remote e-voting and poll during the meeting
Nil	Nil	Nil	Nil	Nil

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite majority.

Item No. 2: To re-appoint Ms. Jamuna Rajendran (holding DIN: 08615534) as Non-Executive Director, who retires by rotation and being eligible, has offered herself for re-appointment

(Ordinary Resolution)



(i) Voted in **favour** of the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) – remote e-voting	Number of members voted in poll during the meeting	Number of votes cast (Shares) – poll during the meeting	Total number of votes cast through remote e-voting and poll during the meeting	% of total number of valid votes cast
18	20,97,061	0	0	20,97,061	84.39%

(ii) Voted **against** the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) – remote e-voting	Number of members voted in poll during the meeting	Number of votes cast (Shares) – poll during the meeting	Total number of votes cast through remote e-voting and poll during the meeting	% of total number of valid votes cast
12	3,87,831	0	0	3,87,831	15.61%

(iii) *Invalid Votes:

Number of members voted in remote e-voting	Number of invalid votes cast (Shares) – remote e-voting	Number of members voted in poll during the meeting	Number of invalid votes cast (Shares) – poll during the meeting	Total number of invalid votes cast through remote e-voting and poll during the meeting
3	2,45,17,436	0	0	2,45,17,436

*Considered Invalid due to non-receipt of Board Resolution from Body Corporate as per section 113 of the Companies Act, 2013.

(iv) **Abstain / Less Voted Votes:**

Number of members abstained / less voted in remote e-voting	Number of votes abstained / less voted (Shares) – remote e-voting	Number of members abstained / less voted in poll during the meeting	Number of votes abstained / less voted (Shares) – poll during the meeting	Total number of votes abstained / less voted through remote e-voting and poll during the meeting
Nil	Nil	Nil	Nil	Nil



RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite majority.

Item No. 3: Appointment of Mr. Subba Rao Seenivasan (DIN: 10045008) as a Non-Executive Director

(Ordinary Resolution)

(i) Voted in **favour** of the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) – remote e-voting	Number of members voted in poll during the meeting	Number of votes cast (Shares) – poll during the meeting	Total number of votes cast through remote e-voting and poll during the meeting	% of total number of valid votes cast
18	20,97,061	0	0	20,97,061	84.39%

(ii) Voted **against** the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) – remote e-voting	Number of members voted in poll during the meeting	Number of votes cast (Shares) – poll during the meeting	Total number of votes cast through remote e-voting and poll during the meeting	% of total number of valid votes cast
12	3,87,831	0	0	3,87,831	15.61%

(iii) *Invalid Votes:

Number of members voted in remote e-voting	Number of invalid votes cast (Shares) – remote e-voting	Number of members voted in poll during the meeting	Number of invalid votes cast (Shares) – poll during the meeting	Total number of invalid votes cast through remote e-voting and poll during the meeting
3	2,45,17,436	0	0	2,45,17,436



*Considered Invalid due to non-receipt of Board Resolution from Body Corporate as per section 113 of the Companies Act, 2013.

(iv) **Abstain / Less Voted Votes:**

Number of members abstained / less voted in remote e-voting	Number of votes abstained / less voted (Shares) – remote e-voting	Number of members abstained / less voted in poll during the meeting	Number of votes abstained / less voted (Shares) – poll during the meeting	Total number of votes abstained / less voted through remote e-voting and poll during the meeting
Nil	Nil	Nil	Nil	Nil

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority.

Item No. 4: Appointment of Mr. Nagarajan (DIN: 10045329) as a Non-Executive Director

(Ordinary Resolution)

(i) Voted in **favour** of the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) – remote e-voting	Number of members voted in poll during the meeting	Number of votes cast (Shares) – poll during the meeting	Total number of votes cast through remote e-voting and poll during the meeting	% of total number of valid votes cast
18	20,97,061	0	0	20,97,061	84.39%

(ii) Voted **against** the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) – remote e-voting	Number of members voted in poll during the meeting	Number of votes cast (Shares) – poll during the meeting	Total number of votes cast through remote e-voting and poll during	% of total number of valid votes cast
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S.SANDEEP & ASSOCIATES
COMPANY SECRETARIES

				the meeting	
12	3,87,831	0	0	3,87,831	15.61%

(iii) *Invalid Votes:

Number of members voted in remote e-voting	Number of invalid votes cast (Shares) – remote e-voting	Number of members voted in poll during the meeting	Number of invalid votes cast (Shares) – poll during the meeting	Total number of invalid votes cast through remote e-voting and poll during the meeting
3	2,45,17,436	0	0	2,45,17,436

*Considered Invalid due to non-receipt of Board Resolution from Body Corporate as per section 113 of the Companies Act, 2013.

(iv) Abstain / Less Voted Votes:

Number of members abstained / less voted in remote e-voting	Number of votes abstained / less voted (Shares) – remote e-voting	Number of members abstained / less voted in poll during the meeting	Number of votes abstained / less voted (Shares) – poll during the meeting	Total number of votes abstained / less voted through remote e-voting and poll during the meeting
Nil	Nil	Nil	Nil	Nil

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed with requisite majority.

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

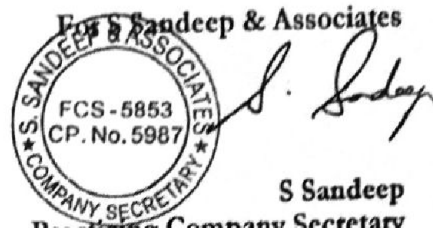




S.SANDEEP & ASSOCIATES
COMPANY SECRETARIES

Witness

Place: Chennai
Date: 30th September 2023
UDIN: F005853E001148500



S Sandeep
Practicing Company Secretary
FCS: 5853; COP: 5987
PR No.: 1116/2021

Counter signed by
For Tamilnadu Jai Bharath Mill Limited

Chairman of the Meeting