



## JITF INFRALOGISTICS LIMITED

Jindal ITF Centre, 28, Shivaji Marg, New Delhi-110015; Tel. No.: 011-66463983/84; Fax No.: 011-66463982

Dated: 22.10.2020

To,

**BSE Limited**

Corporate Relation Department  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400001  
Scrip Code: 540311  
Through: BSE Listing Centre

**National Stock Exchange of India Ltd.,**

Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E)  
Mumbai – 400 051  
Scrip Code: JITFINFRA  
Through: NEAPS

**Sub. : Minutes of 13<sup>th</sup> Annual General Meeting of the Company - Regulation 30 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sirs,

This is with reference to the captioned subject, please find attached certified copy of minutes of the proceedings of 13<sup>th</sup> Annual General Meeting of the Company held on Friday, the 25<sup>th</sup> September, 2020 at the registered office of the Company.

This is for your reference and records please.

Thanking You,

Yours Faithfully

**FOR JITF INFRALOGISTICS LIMITED**

  
**ALOK KUMAR**

**COMPANY SECRETARY**

**ACS No. 19819**

**Encl: As Above**

**JITF INFRALOGISTICS LIMITED**

**MINUTES OF THE 13<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF JITF INFRALOGISTICS LIMITED HELD ON FRIDAY THE 25<sup>TH</sup> DAY OF SEPTEMBER, 2020 AT THE REGISTERED OFFICE OF THE COMPANY AT A-1, UPSIDC INDUSTRIAL AREA, NANDGAON ROAD, KOSI KALAN, MATHURA, UTTAR PRADESH-281403 WHICH COMMENCED AT 03.30 P.M AND CONCLUDED AT 04.30 P.M**

Present:

Dr. Raj Kamal Aggarwal	Independent Director, Chairman of the Meeting, Member of Audit Committee, Member of Nomination and Remuneration Committee.
Mr. Dhananjaya Pati Tripathi	Independent Director, Chairman of the Audit Committee, Nomination and Remuneration Committee and Member of Stake holder Relationship Committee
Mr. Amarendra Kumar Sinha	Whole Time Director, Member of Audit Committee, Member of Stake holder Relationship Committee.
Mr. Anuj Kumar	Chief Financial Officer
Mr. Alok Kumar	Company Secretary

44 shareholders were present in person. No proxy was received by the Company.

Mr. Alok Kumar, Company Secretary, on behalf of the Company, extended a warm welcome to the Shareholders, Members of the Board, Representatives of Bodies Corporate and also briefly introduced the Directors sitting on the dias.

Dr. Raj Kamal Aggarwal was elected as Chairman of the meeting and accordingly, occupied the Chair and conducted the proceedings of the AGM.

The Chairman of the meeting announced that the requisite quorum for the meeting was present and thereafter called the meeting to order. He informed that representative of 10 bodies corporate holding 80,22,767 (Eighty Lakhs Twenty Two Thousand Seven Hundred Sixty Seven Only) equity shares were present in the meeting.

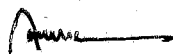
The Chairman also explained the reasons for absence of other Directors namely Mr. Girish Sharma, Independent Director, Mr. Neeraj Kumar, Non Executive Director, Ms. Veni Verma, Non Executive Director and Mr. Pankaj Kantha (Secretarial Auditor) in the meeting.

The Chairman informed the Members that the following documents and Registers were placed on the table and open for inspection during the Meeting.

- i. Notice convening the 13<sup>th</sup> Annual General Meeting
- ii. Directors' Report along with Annexures thereto for the financial year ended 31<sup>st</sup> March, 2020.

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For JITF Infralogistics Limited



Company Secretary

- iii. The Audited Financial Statements and Auditors' Report thereon for the financial year ended 31<sup>st</sup> March, 2020.
- iv. The Proxy Register with no valid proxies lodged with the Company in connection with the 13<sup>th</sup> Annual General Meeting.
- v. The Register of Directors' and Key Managerial Personnel and their shareholdings.
- vi. The Register of Contracts or arrangements in which the Directors were interested.

The Chairman of the meeting confirmed the compliance of the Companies Act, 2013 and Secretarial Standard-2 with respect to calling, commencing and conducting the meeting.

Thereafter the Chairman commenced the formal agenda of the Annual General Meeting and with the consent of the Members present, the Notice convening the meeting, the Directors' Report along with annexures thereto and the Annual Accounts for the financial year ended 31<sup>st</sup> March, 2020 were taken as read.

The Chairman then announced that until 48 hours before the time of the commencement of the AGM, 10 (Ten) representations under Section 113 of the Companies Act, 2013 from Corporate Members, covering a total of 80,22,767 (Eighty Lakhs Twenty Two Thousand Seven Hundred Sixty Seven Only) Equity Shares of Rs.2/- each, had been received and the same were laid on the table.

The Chairman informed the Members that the Auditor's Report on the Annual Accounts of the Company for the financial year ended 31<sup>st</sup> March, 2020 did not contain any qualifications, observations or comments on financial transactions or matters, which had adverse effect on the functioning of the Company. He stated that in the terms of Section 145 of the Companies Act, 2013, only the qualifications, observations or comments, mentioned in the Auditor's Report, which have any adverse effect on the functioning of the Company, were required to be read at the general meeting. Since there were no such qualifications, observations or comments, the Auditors Report was not required to be read. He also informed that there were also no qualifications /observations or comments in the Secretarial Auditor's Report.

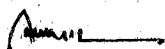
The Chairman informed the Members regarding the appointment of Dwivedi & Associates as Scrutinizer for the voting purpose process in fair and transparent manner as stipulated under the Companies Act (Management & Administration) Rules, 2014 in the Annual General Meeting of the Company.

The Chairman informed that the Company had provided the facility of e-voting to its Shareholders to exercise their vote to cast on the Resolutions proposed to be passed at the AGM. The Chairman then requested Mr. Alok Kumar, Company Secretary to brief the Members about the e- voting procedure at the AGM.

Mr. Alok Kumar informed the shareholders that as per the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company had provided the facility of remote e-voting to the Shareholders to enable them to cast their vote electronically. The remote e-voting was open from 09.00 A.M on 22<sup>nd</sup> September, 2020 to 5.00 P.M on 24<sup>th</sup> September, 2020. The detailed procedure of e-voting was also mentioned in Note No. 15 of the Notice of the Annual General meeting on page no. 129 of the Annual Report. The

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For JITE Infralogistics Limited



Company Secretary

arrangements had been made for e-voting at the venue of the meeting for those Shareholders who had not cast their vote by remote e-voting.

The Chairman informed the shareholders about the flow of events at the AGM. The Chairman further informed that combined results of remote e-voting and e-voting at the venue of the meeting would be announced and displayed on the website of the Company and also on the website of the Stock Exchanges.

The Chairman then took up the official business of the meeting.

**Item No.1**

**ADOPTION OF AUDITED FINANCIAL STATEMENTS AND REPORTS FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2020-ORDINARY RESOLUTION**

The Members of the Company considered the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2020 and Reports of Directors and Auditors attached thereto. Some of the Members raised queries regarding Accounts of the Company which were suitably replied to by the CFO of the Company.

With the consent of the Members present, Item No-1 of the Notice pertaining to adoption of Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2020 together with report of Directors and Auditors thereon of the Company was taken as read and adopted as an Ordinary Resolution.

"RESOLVED THAT the Audited Statement of Profit and Loss for the financial year ended 31<sup>st</sup> March, 2020 together with report of Directors and Auditors thereon be and are hereby approved and adopted."

**Item No.2**

**RE-APPOINTMENT OF MR. NEERAJ KUMAR (DIN 01776688) AS DIRECTOR-ORDINARY RESOLUTION**

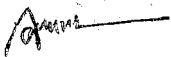
The Chairman stated that as per the Articles of Association of the Company and statutory requirement of Companies Act, 2013, Mr. Neeraj Kumar shall retire by rotation at this Annual General Meeting and being eligible, offer himself for re-appointment.

The Chairman stated that he would retire in accordance with Article of the Association of the Company and the provisions of Companies Act, 2013 and being eligible, offered himself for re-appointment.

With the consent of the Members present, Item No-2 of the Notice pertaining to re-appointment of Mr. Neeraj Kumar as Director of the Company was taken as read and adopted as an Ordinary Resolution.

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For JITF Infralogistics Limited

  
Company Secretary

"RESOLVED THAT Mr. Neeraj Kumar (DIN: 01776688) who retires by rotation and being eligible for re-appointment, be and is hereby appointed as Director of the Company, liable to retire by rotation."

The Chairman then invited Shareholders who would like to make comments, make observations and seek clarifications.

After responding to all the queries of Members, the Chairman handed over the e-voting process to the Scrutinizer Mr. Awanish Kumar Dwivedi, Company Secretary, scrutinizer distributed the ballot paper to the Members present at the meeting. Thereafter, Mr. Awanish Kumar Dwivedi locked and sealed the ballot box in the presence of Members. The Members then started casting their votes and dropped the ballot papers into the ballot box.

After the casting of votes was over, the Chairman announced that the combined results of remote e-voting done previously and poll conducted at the time of meeting, would be available on website of the Company and also on the web-site of the Stock Exchanges. It was confirmed that the quorum for the meeting was present throughout the duration of the meeting. He also declared the conclusion of the meeting.

The Chairman thanked the members for sparing their time for attending the meeting.

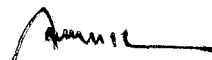
**PLACE: Kosi Kalan**

**DATED: 22.10.2020**

**Sd/-  
CHAIRMAN OF THE MEETING**

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For JTF Infralogistics Limited



Company Secretary

**Annexure**

**Declaration of Results of Remote e-voting and poll at 13<sup>th</sup> Annual General meeting held on 25<sup>th</sup> September, 2020.**

As per the provisions of the Companies Act, 2013 read with Listing Regulations, the Company had provided the facility of remote e-voting to the members to enable them to cast their vote electronically on the resolutions proposed in the Notice of 13<sup>th</sup> Annual General Meeting. The remote e-voting was open from 9.00 a.m. on 22<sup>nd</sup> September, 2020 to 5.00 p.m. on 24<sup>th</sup> September, 2020. Further, the Company had also made the arrangement of voting through poll at the meeting to enable the members who had not casted their vote electronically.

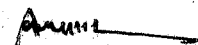
The Board of Director had appointed Mr. Awanish Kumar Dwivedi of M/s Dwivedi & Associates, Company Secretaries as the Scrutinizer for remote e-voting and poll conducted at the time of meeting. The Scrutinizer carried out the scrutiny of all the electronic votes received up to the close of remote e-voting period on 24<sup>th</sup> September, 2020 and poll at the time of meeting. He had submitted his consolidated report on 26<sup>th</sup> September, 2020.

The Consolidated Result of voting as per the Scrutinizer Report dated 26<sup>th</sup> September, 2020 was as follows:

Particular of Resolution	Remote E-voting & Voting through poll				
	Number of shares for which votes cast in favor	% Votes in favor	Number of shares for which votes cast in against	% Votes in against	Invalid Votes
<b>Ordinary Business</b>					
Resolution No.1 - Ordinary Resolution- Adoption of the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020 and the reports of the Directors and Auditors thereon.	13799638	99.9882	1620	0.0117	NIL
Resolution No.2 - Ordinary Resolution-Re-appointment of Mr. Neeraj kumar (DIN: 01776688) as Director.	13799210	99.9856	1978	0.0143	NIL

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For JITF Infralogistics Limited



Company Secretary