



1st December, 2020

To,
The Manager (CRD)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Dear Sir/Madam,

Scrip code: 506522

Sub: <u>Disclosure under Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 85th Annual General Meeting (AGM) held on Monday, 30th November, 2020.</u>

This is to inform you that 85th Annual General Meeting (AGM) of the Company was held on Monday, 30th November, 2020 at 11.45 a.m. at Club Ecovista, Ecospace Business Park, Plot No. IIF/11 Action Area II, Rajarhat, Newtown, Kolkata -700160.

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided remote e-voting facility to its members to cast their votes on the resolutions as set out in the Notice of the 85th AGM of the Company. The remote e-voting period commenced on Friday, 27th November, 2020 (9:00 a.m.) and ended on Sunday, 29th November, 2020 (5:00 p.m.).

Further, to facilitate the voting at AGM venue to the members present thereat and did not cast their votes earlier through remote e-voting, the Company also provided voting facility through polling papers at venue of the AGM.

All the resolutions contained in the Notice as aforesaid were approved unanimously / by requisite majority of the Members of the Company through remote e-voting and voting process done through polling papers at the venue of the AGM and all the resolutions are deemed to be passed on 30th November, 2020, i.e. the date of the AGM.

J.L.MORISON (INDIA) LTD.



















The AGM was attended by requisite quorum and the following businesses were transacted:

1. APPROVAL OF FINANCIAL STATEMENTS:

The members received, considered and adopted the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 together with Reports of the Board of Directors' and Auditors' thereon by passing an Ordinary Resolution with requisite majority.

2. DECLARATION OF DIVIDEND:

The members declared the payment of dividend of Re. 1/- per equity share of Rs.10/- each, i.e. 10% of the paid-up equity capital of Company for the year ended 31st March, 2020 by passing an Ordinary Resolution with requisite majority.

3. <u>RE-APPOINTMENT OF MRS. SAKSHI MODY, AS A DIRECTOR OF THE COMPANY:</u>

The members re-appointed Mrs. Sakshi Mody (DIN 06518139) as a Director of the Company, who retired by rotation and being eligible offered herself for re-appointment by passing an Ordinary Resolution with unanimous consent.

4. RE-APPOINTMENT OF MR. SOHAN SARDA AS WHOLE TIME DIRECTOR (DESIGNATED AS EXECUTIVE DIRECTOR & CEO) OF THE COMPANY FOR A FURTHER PERIOD FROM 1ST FEBRUARY, 2020 TO 31ST MARCH, 2023:

The members approved the re-appointment of Mr. Sohan Sarda (DIN: 00129782) as Whole Time Director (designated as Executive Director & CEO) of the Company for a further period from 1st February, 2020 to 31st March, 2023, by passing a Special Resolution with unanimous consent.

5. APPOINTMENT OF MRS. ANNAPURNA DUBEY (DIN: 08760434) AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY FOR A PERIOD OF FIVE CONSECUTIVE YEARS W.E.F. 18TH JUNE, 2020

The members approved the appointment of Mrs. Annapurna Dubey (DIN: 08760434) as an Independent Non-Executive Director of the Company for a period of five consecutive years w.e.f. 18th June, 2020, by passing an Ordinary Resolution with unanimous consent.

J.L.MORISON (INDIA) LTD.



Peninsula Business Park, Tower "A" 8th Floor, Senapati Bapat Marg, Lowerparel, Mumbai - 400013



Regd. Office : Rasoi Court, 20, Sir R.N. Mukherjee Road, Kolkata - 700 001. India











The copy of the Consolidated Scrutinizer's Report and Voting Results are enclosed herewith for your reference.

Please take the same on your records.

Thanking you,

Yours faithfully,

For J. L. Morison (India) Limited

Sonal Naik

Company Secretary & Compliance Officer

Membership No.: A43179

Encl.: As stated above



J.L.MORISON (INDIA) LTD.



















85 TH AGM VO	TING RESULTS
Company Name	J. L. Morison (India) Limited
Date of AGM	30.11.2020
Total Number of Shareholders as on record date	2685
No. of Shareholders present in the meeting	
either in person or through proxy:	132
Promoter and Promoter Group	13
Public	119
No. of Shareholders attended the meeting through video conferencing:	Not applicable
Promoter and Promoter Group	None
Public	None

Resolution No. 1:

Resolution re	quired:				Ordinar	y Resol	ution for a	doption of
(Ordinary/ Sp	pecial)						nancial Stat or the year	
					March, 2	.020 tog	ether with t	he reports
					of the	Board	of Direc	tors' and
					Auditors	s' there	on.	
	noter/Promote	r group ar	e intereste	d in the	No			
agenda/resolu		No. of	No. of	% of	No. of	No.c	% of	% of
Category	Mode of voting	shares held	votes polled	votes Polled on outsta nding shares	TO CARROLL MANAGEMENT	of votes again st	votes in favour on votes polled	votes against on votes polled
Promoter	E-voting		385	0.04	385	0	100.00	0.00
and	Poll	1022307	1021922	99.96	1021922	0	100.00	0.00
Promoter group	Postal Ballot		0	0.00	0	0	0.00	0.00
D.	Total	1022307	1022307	100.00	1022307	0	100.00	0.00
ese de	E-voting		0	0.00	0	0	0.00	0.00
Public	Poll	94	0	0.00	0	0	0.00	0.00
Institutions	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	94	0	0.00	0	0	0.00	0.00

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	E-voting		47474	13.86	47471	3	99.99	0.01
Public-Non	Poll	342633	80	0.02	80	0	100.00	0.00
Institutions	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	342633	47554	13.88	47551	3	99.99	0.01
	Total	1365034	1069861	78.38	1069858	3	99.99	0.01

Invalid votes: Nil

Result: The resolution passed with requisite majority.

Resolution No. 2:

Resolution re	•						ution for d		
(Ordinary/ Sp	eciai)				of dividend on Equity Shares for the financial year ended 31st March, 2020.				
Whether Pron agenda/resolu	noter/Promote ation	r group ar	e intereste	d in the	No				
Category	voting		No. of votes polled	% of votes Polled on outsta nding shares	No. of votes in favour	No. of votes again st	% of votes in favour on votes polled	% of votes against on votes polled	
Promoter	E-voting		385	0.04	385	0	100.00	0.00	
and	Poll	1022307	1021922	99.96	1021922	0	100.00	0.00	
Promoter group	Postal Ballot		0	0.00	0	0	0.00	0.00	
0 1	Total	1022307	1022307	100.00	1022307	0	100.00	0.00	
	E-voting		0	0.00	0	0	0.00	0.00	
Public	Poll	94	. 0	0.00	0	0	0.00	0.00	
Institutions	Postal Ballot		0	0.00	0	0	0.00	0.00	
	Total	94	0	0.00	0	0	0.00	0.00	
	E-voting		47474	13.86	47471	3	99.99	0.01	
Public-Non	Poll	342633	80	0.02	80	0	100.00	0.00	
Institutions	Postal Ballot		0	0.00	0	0	0.00	0.00	
	Total	342633	47554	13.88	47551	3	99.99	0.01	
	Total	1365034	1069861	78.38	1069858	3	99.99	0.01	

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Invalid votes: Nil

Result: The resolution passed with requisite majority.

Resolution No. 3:

Resolution re	equired:				Ordinar	y Resol	ution for ap	pointment	
(Ordinary/ S	pecial)		of a Dir	of a Director in place of Mrs. Sakshi					
					Mody (DIN: 06518139), who retired				
					by rota	ation	and being	eligible,	
					offered	herself	for re-appoi	ntment.	
Whether Pro	moter/Promote	er group ar	e intereste	ed in the	Yes				
agenda/resol	ution								
Category	Mode of	No. of	No. of	% of	No. of	No.	% of	% of	
	voting	shares	votes	votes	votes in	of	votes in	votes	
		held	polled	Polled	favour	votes	favour	against	
				on		again	on votes	on votes	
			outsta		st	polled	polled		
				nding					
				shares					
Promoter	E-voting		250	0.02	250	0	100.00	0.00	
and	Poll	1022307	1021922	99.96	1021922	0	100.00	0.00	
Promoter	Postal		0	0.00	0	0	0.00	0.00	
group	Ballot		3			601			
	Total	1022307	1022172	99.99	1022172	0	100.00	0.00	
	E-voting		0	0.00	0	0	0.00	0.00	
Public	Poll	94	0	0.00	0	0	0.00	0.00	
Institutions	Postal		0	0.00	0	0	0.00	0.00	
	Ballot				9				
	Total	94	0	0.00	0	0	0.00	0.00	
	E-voting		47474	13.86	47474	0	100.00	0.00	
Public-Non	Poll	342633	80	0.02	80	0	100.00	0.00	
Institutions	Postal		0	0.00	0	0	0.00	0.00	
	Ballot								
	Total	342633	47554	13.88	47554	0	100.00	0.00	
	Гotal	1365034	1069726	78.37	1069726	0	100.00	0.00	

Invalid votes: Nil

Result: The resolution passed with unanimous consent.



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Resolution No. 4:

Resolution 1	equired:				Special	Res	solution	for re-		
(Ordinary/S	Special)				of Mr. Sol					
					The state of the s	(DIN: 00129782) as Whole Time				
					Director (designated as Executive					
							O) of the Co			
							od from 1st			
							ch, 2023.	,		
Whether Pro	moter/Promot	er group ar	e intereste	ed in the	No					
agenda/resol	lution									
Category	Mode of	No. of	No. of	% 0:	No. of	No.	% of	% of		
	voting	shares	votes	votes	votes in	of	votes in	votes		
		held	polled	Polled	favour	votes	favour	against		
				on		again	on votes	on votes		
				outstan		st	polled	polled		
				ding			002			
				shares						
Promoter	E-voting		385	0.04	385	0	100.00	0.00		
and	Poll	1022307	1021922	99.96	1021922	0	100.00	0.00		
Promoter	Postal		0	0.00	0	0	0.00	0.00		
group	Ballot									
	Total	1022307	1022307	100.00	1022307	0	100.00	0.00		
	E-voting		0	0.00	0	0	0.00	0.00		
Public	Poll	94	0	0.00	0	0	0.00	0.00		
Institutions	Postal		0	0.00	0	0	0.00	0.00		
	Ballot									
2	Total	94	0	0.00	0	0	0.00	0.00		
	E-voting		47474	13.86	47474	0	100.00	0.00		
Public-Non	Poll	342633	80	0.02	80	0	100.00	0.00		
Institutions	Postal	1	0	0.00	0	0	0.00	0.00		
	Ballot						3.30	0.00		
	Total	342633	47554	13.88	47554	0	100.00	0.00		
	Гotal	1365034	1069861	78.38	1069861	0	100.00	0.00		

Invalid votes: Nil

Result: The resolution passed with unanimous consent.



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Resolution No. 5:

Resolution r	equired:				Ordinar	y Resol	ution for ap	pointment
(Ordinary/S	pecial)				and the same of th		purna Dul	
							n Independ	5.00
							ctor of the	
							five consecu	1 2
			w.e.f. 18	th June,	2020.	_		
	moter/Promote	er group ar	No					
agenda/resol	ution	V.						
Category	Mode of	No. of	No. of	% of	No. of	No.	% of	% of
	voting	shares	votes	votes in	of	votes in	votes	
		held	Polled	favour	votes	favour	against	
				on		again	on votes	on votes
				outsta		st	polled	polled
				nding				
_				shares				
Promoter	E-voting		385	0.04	385	0	100.00	0.00
and	Poll	1022307	1021922	99.96	1021922	0	100.00	0.00
Promoter	Postal		0	0.00	0	0	0.00	0.00
group	Ballot			*				
	Total	1022307	1022307	100.00	1022307	0	100.00	0.00
	E-voting		0	0.00	0	0	0.00	0.00
Public	Poll	94	0	0.00	0	0	0.00	0.00
Institutions	Postal		0	0.00	0	0	0.00	0.00
	Ballot							
	Total	94	0	0.00	0	0	0.00	0.00
	E-voting		47474	13.86	47474	0	100.00	0.00
Public-Non	Poll	342633	80 .	0.02	80	0	100.00	0.00
Institutions	Postal		0	0.00	0	0	0.00	0.00
	Ballot							
	Total	342633	47554	13.88	47554	0	100.00	0.00
	Γotal	1365034	1069861	78.38	1069861	0	100.00	0.00

Invalid votes: Nil

Result: The resolution passed with unanimous consent.



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CONSOLIDATED SCRUTINIZER'S REPORT

(Voting through Remote e-voting, and voting at the Annual General Meeting venue through polling paper)

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

To,

The Chairman of the 85th Annual General Meeting (AGM) of the Members of J.L.Morison (India) Limited (CIN: L51109WB1934PLC088167), held on Monday, the 30th day of November, 2020 at 11.45 A.M at Club Ecovista, Ecospace Business Park, Plot No. IIF/11 Action Area II, Rajarhat, Newtown, Kolkata -700160.

Dear Sir,

- 1. I, Mohan Ram Goenka, Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner of M R & Associates, was duly appointed as a Scrutinizer by the Board of Directors of J.L.Morison (India) Limited (the Company) for the purpose of Scrutinizing the process of voting through Remote e-voting and voting at the venue of Annual General Meeting through polling paper under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
- 2. The Management of the Company is responsible to ensure the Compliance with the requirements of the 2013 Act and Rules relating to voting through Remote e-voting and voting at the Annual General Meeting venue through polling paper for the resolutions proposed in the Notice of 85th Annual General Meeting of the Members of the Company dated November 03, 2020. My responsibility as a Scrutinizer for the process of voting through Remote e-voting and voting at the venue of Annual General Meeting through polling paper is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the 85th AGM of the Company, based on the report provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility for voting through electronic means.
- 3. In terms of the aforesaid Notice and as per the provisions of Section 108 of the the 2013 Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting facility was kept open from Friday, November 27, 2020 (9:00 a.m.) till Sunday, November 29, 2020 (5.00 p.m.) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by NSDL.

Our Office:

46, B. B. Ganguly Street, 4th Floor

R. No.: 6, Kolkata 700012,

E Mail: goenkamohan@hotmail.com goenkamohan@gmail.com Mobile No.9831074332 Phone No: 2237 9517

Company

- 4. The Members holding equity shares as on the "cut-off date" i.e. November 20, 2020 were entitled to vote on the resolutions proposed in the Notice calling the 85th Annual General Meeting.
- 5. At the end of the remote e-voting period on Sunday, November 29, 2020 (5:00 p.m.), the voting portal of the service provider was blocked forthwith.
- 6. After transacting the business at the meeting, the Chairman ordered for voting at the AGM venue through polling paper for those Members who could not cast their vote through remote e-voting with the assistance of the Scrutinizer.
- 7. Immediately after the conclusion of voting at the venue of the AGM on November 30, 2020, the votes cast at the venue were counted, thereafter the votes cast through remote e-voting were unblocked in the presence of two persons who acted as witnesses as prescribed under subrule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
- 8. Thereafter, the details containing inter alia, list of the Members, who voted "for" or "against" on each of the resolution that were put to vote, were derived from the report generated from the e-voting website of NSDL i.e. https://www.evoting.nsdl.com/ and based on such reports and voting done through poling paper,
 - 23 Members have cast their votes through remote e-voting;
 - 39 Members have cast their votes through polling paper at the AGM venue.

The brief analysis of the results of the voting through Remote e-voting and voting at the Annual General Meeting venue through polling paper are as under:

Item No. 1 - Ordinary Resolution:

Adoption of the Audited Financial Statements of the Company for the Year ended 31st March, 2020 together with the reports of the Board of Directors' and Auditors' thereon.

	No. of votes contained in											
Particulars	Remote E-Voting		Polling p	aper voting	Total							
	No.	Votes	No.	Votes	No.	Votes	Percentage (%)					
Assent	20	47856	39	1022002	59	1069858	100.00					
Dissent	3	3	0	0	3	3	0.00					
Total	23	47859	39	1022002	62	1069861	100.00					
Abstain / Invalid	0	0	0	0	-		ASSOCI					

Our Office:

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E Mail: goenkamohan@hotmail.com goenkamohan@gmail.com

Mobile No.9831074332

Phone No: 2237 9517

Item No. 2 - Ordinary Resolution:

Declaration of Dividend on Equity Shares for the financial year ended 31st March, 2020.

	No. of votes contained in											
Particulars	Remote E-Voting		Polling p	aper voting		Total						
	No.	Votes	No.	Votes	No.	Votes	Percentage (%)					
Assent	20	47856	39	1022002	59	1069858	100.00					
Dissent	3	3	0	0	3	3	0.00					
Total	23	47859	39	1022002	62	1069861	100.00					
Abstain / Invalid	0	0	0	0	-	-	-					

Item No. 3 - Ordinary Resolution:

Appointment of a Director in place of Mrs. Sakshi Mody (DIN 06518139), who retires by rotation and being eligible, offered herself for reappointment as Director.

Particulars	No. of votes contained in											
	Remote E-Voting		Polling pa	aper voting		Total						
	No.	Votes	No.	Votes	No.	Votes	Percentage (%)					
Assent	22	47724	39	1022002	61	1069726	100.00					
Dissent	0	0	0	0	0	0	0.00					
Total	22	47724	39	1022002	61	1069726	100.00					
Abstain / Invalid	0	0	0	0	-	-						

Item No. 4 - Special Resolution:

Re- Appointment of Mr. Sohan Sarda (DIN: 00129782), as a Whole Time Director (designated as Executive Director and CEO) of the Company for a further period from 1st February, 2020 to 31st March, 2023.

	No. of votes contained in											
Particulars	Remote E-Voting		Polling p	aper voting		Total	3					
	No.	Votes	No.	Votes	No.	Votes	Percentage (%)					
Assent	23	47859	39	1022002	62	1069861	100.00					
Dissent	0	0	0	0	0	0	0.00					
Total	23	47859	39	1022002	62	1069861	100.00					
Abstain / Invalid	0	0	0	0	-	1 1	Ass					

Our Office:

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E Mail: goenkamohan@hotmail.com goenkamohan@gmail.com

Mobile No.9831074332 Phone No: 2237 9517

Company Secretaries

Item No. 5 - Ordinary Resolution:

Appointment of Mrs. Annapurna Dubey (DIN: 08760434) as an Independent, Non-Executive Director of the Company for a period of five consecutive years w.e.f. 18th June, 2020.

		No. of votes contained in											
Particulars	Remote	Remote E-Voting		aper voting		Total							
	No.	Votes	No.	Votes	No.	Votes	Percentage (%)						
Assent	23	47859	39	1022002	62	1069861	100.00						
Dissent	0	0	0	0	0	0	0.00						
Total	23	47859	39	1022002	62	1069861	100.00						
Abstain / Invalid	0	0	0	0	14	-	-						

9. Based on the foregoing, the resolution no.(s) 1 & 2 passed with requisite majority and resolution no.(s) 3 to 5 shall be deemed to have been passed Unanimously.

All the relevant records relating to the voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the said AGM.

Thanking You,

For MR & Associates
Company Secretaries

M R Goenka

Partner FCS No. 4515

CP No: 2551

UDIN: F004515B001353335

Date: 30th November' 2020

Place: Kolkata

Countersigned by

For J.L.Morison (India) Limited

Chairman / Authorized Signatory