

**18<sup>th</sup> January, 2024**

Corporate Relationship Department, <b>BSE Limited.</b> 25 <sup>th</sup> Floor, P.J. Towers, Dalal Street, Mumbai-400 001	The Manager, Listing department, <b>National Stock Exchange of India Ltd.</b> 'Exchange Plaza', C- 1 Block G, Bandra Kurla complex, Bandra (East) Mumbai – 400051	Corporate Relationship Department, <b>Metropolitan Stock Exchange of India Ltd.</b> Building A, Unit 205A, 2nd Floor, Piramal Agastya Corporate Park, L.B.S Road, Kurla West, Mumbai – 400070
<b>BSE Scrip Code: 534600</b>	<b>NSE Scrip Code: JTLIND</b>	<b>MSEI Symbol: JTLIND</b>

**SUB: Declaration of Voting results and Scrutinizer Report of the Postal Ballot as per the format prescribed under Regulation 44 of SEBI (Listing Obligations and Listing Requirement) Regulations, 2015**

Dear Sir/Ma'am,

This is in reference to the dispatch of notice of postal ballot dated 18<sup>th</sup> December ,2023 and corrigendum thereof dated 6<sup>th</sup> January, 2024 seeking consent of Members of the Company for the resolutions proposed in the notice. The voting period was closed at 17:00 hours (IST) on 18<sup>th</sup> January 2024, the Scrutinizer has submitted his Report on the Results of the Postal Ballot (through remote e-voting) on 18.01.2024.

Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), we would like to inform you that the said Resolutions have been passed by the Members of the Company as Ordinary/Special Resolution. In this regard, please find enclosed the Voting results as required under Regulation 44(3) of the Listing Regulations and the Scrutinizer's Report thereon dated 18.12.2024. The Results of the Postal Ballot along with the Scrutinizer's Report are being placed on the Company's website i.e. [www.jtl.one](http://www.jtl.one) at and website of Central Depository Services (India) Limited (CDSL) i.e. [www.evotingindia.com](http://www.evotingindia.com).

Kindly take note of the same and oblige.

**Thanking You,**

**For JTL Industries Limited  
(erstwhile known as JTL Infra Limited)**

**Amrender Kumar Yadav  
Company Secretary & Compliance Officer**



RESOLUTION NO.	DETAILS OF AGENDA	RESOLUTION REQUIRED	MODE OF VOTING	% OF VOTES IN FAVOR	% OF VOTES AGAINST	REMARKS
<b>SPECIAL BUSINESSES</b>						
1.	Preferential Allotment of up to 3,00,00,000 Fully Convertible Warrants to the Persons Belonging to Promoter, Promoter Group and Non-Promoter, Public Category.	Special	Remote E-voting	98.20%	1.80%	Resolution passed with requisite majority
2.	To Raise Capital by way of Qualified Institutions Placement to Eligible Investors through an Issuance of Equity Shares and/or other Eligible Securities including "Green Shoe" Option.	Special	Remote E-voting	98.00%	2.00%	Resolution passed with requisite majority
3.	Appointment and Regularization of Mr. Sanjeev Gupta (DIN: 10396875) as an Executive Director acting in the capacity of Director (Operations) of the Company.	Ordinary	Remote E-voting	98.15%	1.85%	Resolution passed with requisite majority
4.	Increase in Authorised Share Capital of the Company and consequent amendment in Capital Clause of the Memorandum of Association of the Company.	Ordinary	Remote E-voting	100%	0.00%	Resolution passed with requisite majority



**JTL  
INDUSTRIES  
LIMITED**  
*(Formerly known as JTL Infra Limited)*  
**STEEL PIPES**

Registered & Corporate Office:  
S.C.O. 18-19, Sector 28-C,  
Chandigarh 160002, India  
CIN: L27106CH1991PLC011536

T +91 172 4668 000  
E [contact@jtl.one](mailto:contact@jtl.one)  
W [www.jtl.one](http://www.jtl.one)

**Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure) Requirements 2015 vide SEBI Master circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 read with SEBI Circular dated September 9, 2015**

PARTICULARS	DISCLOSURE
NAME	Mr. Sanjeev Gupta (DIN: 10396875)
Reasons for change viz., (appointment, <del>resignation,</del> removal, death or otherwise)	Appointment as a Director (Executive) and further designated as Director (Operations)
Date of appointment/ <del>cessation</del> (as applicable) & terms of appointment	November 20 <sup>th</sup> , 2023 as approved by Board and as further approved by Shareholders through Ordinary Resolution dated January 18 <sup>th</sup> , 2024.
Brief Profile in case of appointment	Mr. Sanjeev Gupta (DIN: 10396875) has completed his bachelor's in Technology and is having an experience of more than 25 years in the prominent Steel Companies naming Bhushan Power and Steels Limited. He also got exposure of overseas operations while working with Aarti Strips Private Limited, in Nepal. He is further having the specialisation in Cost and automations. He is associated with JTL Industries Limited since 2019.
Disclosure of relationships between directors (in case of appointment of director)	Mr. Sanjeev Gupta is not related to any of the directors of the Board.



# S.V. Associates

## Company Secretaries

Office : # 1494, Top Floor, Sector 42-B, Chandigarh-160036. Mob. : 9463394255, Phone : 0172-4191494  
E-mail : saahilmalhotra42@gmail.com, csinfochd@gmail.com

To  
The Chairman,  
JTL Industries Limited  
(Formerly known as JTL Infra Limited)  
SCO 18-19, Sector-28C  
Chandigarh-160002

**Subject: Scrutinizers Report on Postal Ballot process conducted through e-voting system pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 read with rule 20 and 22 of the Companies (Management and Administration) Rule 2014 of JTL Industries Limited in respect of passing of resolutions set-out in the notice dated 18.12.2023 through postal ballot.**

Dear Sir,

We, S.V. Associates Company Secretary in Whole time practice, Chandigarh (COP No. 14791) have been appointed by the Board of Directors of JTL Industries Limited as a Scrutinizer for the purpose of Scrutinizing the Postal ballot voting conducted by way of e-voting process ("E-voting") in a fair and transparent manner in respect of the following Special Businesses:

- 1. Preferential Allotment of upto 3,00,00,000 Fully Convertible Warrants to the Persons Belonging to Promoter, Promoter Group and Non-Promoter, Public Category.**
- 2. To Raise Capital by way of Qualified Institutions Placement to Eligible Investors through an Issuance of Equity Shares and/or other Eligible Securities including "Green Shoe" Option.**
- 3. Appointment and Regularization of Mr. Sanjeev Gupta (DIN: 10396875 ) as an Executive Director acting in the capacity of Director(Operations) of the Company.**
- 4. Increase in Authorised Share Capital of the Company and consequent amendment in Capital Clause of the Memorandum of Association of the Company.**





Pursuant to the postal ballot notice dated **18<sup>th</sup> December, 2023** ("Notice") and Corrigendum thereof dated 6<sup>th</sup> January, 2024 issued pursuant to Section 110 read with section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India and in accordance with the guidelines prescribed by Ministry of Corporate Affairs ("MCA") vide its General Circular dated May 5, 2022, read together with circulars dated 28.12.2022, April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and December 28, 2022 (collectively referred to as "MCA Circulars"), permitted convening the General Meeting ("Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("the Act") read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The Postal Ballot Notice dated 18<sup>th</sup> December, 2023 and Corrigendum thereof along with statement setting out material facts under Section 102 of the Act in respect of the above-mentioned resolutions, as confirmed by the Company, was sent, via e-mail only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories and whose e-mail addresses were registered with the Company/ Depositories.

We submit our report as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and its Rules. My responsibility as Scrutinizer is restricted to provide Report of votes cast "In favour", "Against" and "Invalid" votes based on the report generated from the electronic platform provided by CDSL, the authorized agency engaged by the company and from the e-voting with respect to the resolutions mentioned in the Notice.
2. My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolutions contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by Central Depository Services (India) Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and papers/ documents furnished to me electronically till the time fixed for closing of the e-voting process i.e. till Thursday, 18<sup>th</sup> January, 2024 at 5:00 p.m.





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3. The members of the Company as on the "cut off" date i.e. 15<sup>th</sup> December, 2023 were entitled to vote electronically on the proposed resolutions as set out in the Notice of the Postal Ballot dated 18<sup>th</sup> December, 2023 of M/s. JTL Industries Limited (Erstwhile known as JTL Infra Limited)
4. The E-voting period remained open from Wednesday, 20<sup>th</sup> December 2023 (9.00 a.m. IST) and ended on Thursday, 18<sup>th</sup> January, 2024. (5.00 p.m. IST).
5. The votes casted during the e-voting were unblocked on Thursday, 18<sup>th</sup> January, 2024 after the conclusion of e-voting period for Postal Ballot and was witnessed by two witnesses, who are not in the employment of the Company/ Central Depository Services (India) Limited (CDSL), and e-votes were diligently scrutinized by us.
6. Thereafter, the details containing, inter alia, the list of Members who voted "in favour" or "against" on the resolution were generated from the e-voting website of the CDSL. Based on the report generated and relied upon by me, data on the e-voting was scrutinized.
7. I submit herewith the Scrutinizer's Report on the results of the e-voting for postal ballot, based on the report generated by Central Depository Services (India) Limited (CDSL), scrutinized and relied upon by me as under:

**Item No. 1 (Special Resolution):**

**ITEM NO. 1: Preferential Allotment of upto 3,00,00,000 Fully Convertible Warrants to the Persons Belonging to Promoter, Promoter Group and Non-Promoter, Public Category**

<b>VOTES IN FAVOR OF THE RESOLUTION</b>	
Number of Members	<b>113</b>
Number of votes casted by them	<b>93032779</b>
% of total number of valid votes casted	<b>98.2%</b>
<b>VOTES AGAINST THE RESOLUTION</b>	
Number of Members	<b>10</b>
Number of Votes casted by them	<b>1704199</b>
% of total number of valid votes cast	<b>1.8%</b>

**Invalid Votes: Nil.**

Based on above voting results, the Resolution as proposed in the Notice dated 18.12.2023 has been passed as special resolution with requisite majority by Members of the Company.





**ITEM NO. 2 (Special Resolution):**

**Item No. 2: To Raise Capital by way of Qualified Institutions Placement to Eligible Investors through an Issuance of Equity Shares and/or other Eligible Securities including "Green Shoe" Option**

<b>VOTES IN FAVOR OF THE RESOLUTION</b>	
Number of Members	<b>112</b>
Number of votes casted by them	<b>92846959</b>
% of total number of valid votes casted	<b>98%</b>
<b>VOTES AGAINST THE RESOLUTION</b>	
Number of Members	<b>11</b>
Number of Votes casted by them	<b>1890019</b>
% of total number of valid votes cast	<b>2%</b>

**Invalid Votes: Nil.**

Based on above voting results, the Resolution as proposed in the Notice dated 18.12.2023 has been passed as special resolution with requisite majority by Members of the Company.

**ITEM NO. 3 (Ordinary Resolution)**

**Item No. 3 Appointment and Regularization of Mr. Sanjeev Gupta (DIN: 10396875 ) as an Executive Director acting in the capacity of Director(Operations) of the Company.**

<b>VOTES IN FAVOR OF THE RESOLUTION</b>	
Number of Members	<b>113</b>
Number of votes casted by them	<b>92983774</b>
% of total number of valid votes casted	<b>98.15%</b>
<b>VOTES AGAINST THE RESOLUTION</b>	
Number of Members	<b>10</b>
Number of Votes casted by them	<b>1753204</b>
% of total number of valid votes cast	<b>1.85%</b>

**Invalid Votes: Nil.**

Based on above voting results, the Resolution as proposed in the Notice dated 18.12.2023 has been passed as ordinary resolution with requisite majority by Members of the Company.





**ITEM NO. 4 (Ordinary Resolution)**

**Item No. 4 Increase in Authorised Share Capital of the Company and Consequent Amendment in Capital Clause of the Memorandum of Association of the Company**

<b>VOTES IN FAVOR OF THE RESOLUTION</b>	
Number of Members	120
Number of votes casted by them	94736637
% of total number of valid votes casted	100%
<b>VOTES AGAINST THE RESOLUTION</b>	
Number of Members	3
Number of Votes casted by them	341
% of total number of valid votes cast	0%

**Invalid Votes: Nil.**

Based on above voting results, the Resolution as proposed in the Notice dated 18.12.2023 has been passed as ordinary resolution with requisite majority by Members of the Company.

We hereby declare that we are maintaining the Registers/electronic record received from the Service provider in respect of the votes cast through remote E-voting for postal ballot by the shareholders of the Company. We shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking you,  
Yours Faithfully  
For S.V. Associates

CS Sahil Malhotra  
(Proprietor)  
M.No: 38204  
COP No. 14791  
Place: Chandigarh  
Date: 18.01.2024  
UDIN: A038204E003252943



Received the Report of Scrutinizer

